

**\$1,086,297,578**  
**Government National Mortgage Association**  
**GINNIE MAE®**  
**Guaranteed REMIC Pass-Through Securities**  
**and MX Securities**  
**Ginnie Mae REMIC Trust 2019-035**

**The Securities**

The Trust will issue the Classes of Securities listed on the front cover of this offering circular supplement.

**The Ginnie Mae Guaranty**

Ginnie Mae will guarantee the timely payment of principal and interest on the securities. The Ginnie Mae Guaranty is backed by the full faith and credit of the United States of America.

**The Trust and its Assets**

The Trust will own (1) Ginnie Mae Certificates and (2) certain previously issued certificates.

**The securities may not be suitable investments for you. You should consider carefully the risks of investing in them.**

**See “Risk Factors” beginning on page S-8 which highlights some of these risks.**

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be March 29, 2019.

You should read the Base Offering Circular as well as this Supplement.

The securities are exempt from registration under the Securities Act of 1933 and are “exempted securities” under the Securities Exchange Act of 1934.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 1</b>						
FA	\$173,295,441	(5)	PT	FLT	38381RF61	March 2049
MT(1)	13,073,000	3.50%	SEQ/AD	FIX	38381RF79	May 2048
SA	173,295,441	(5)	NTL(PT)	INV/IO	38381RF87	March 2049
TA(1)	140,168,000	3.50	SEQ/AD	FIX	38381RF95	November 2045
TM(1)	16,028,000	3.50	SEQ/AD	FIX	38381RG29	April 2047
TZ	4,026,441	3.50	SEQ	FIX/Z	38381RG37	March 2049
<b>Security Group 2</b>						
AL(1)	2,935,000	4.00	SEQ	FIX	38381RG45	March 2049
G(1)	145,352,000	4.00	SEQ	FIX	38381RG52	December 2047
GF	40,000,000	(5)	PT	FLT	38381RG60	March 2049
GS	40,000,000	(5)	NTL(PT)	INV/IO	38381RG78	March 2049
LA(1)	11,713,000	4.00	SEQ	FIX	38381RG86	December 2048
<b>Security Group 3</b>						
EF	250,000,000	(5)	PT	FLT	38381RG94	March 2049
ES	230,500,000	(5)	NTL(PT)	INV/IO	38381RH28	March 2049
HS	19,500,000	(5)	NTL(PT)	INV/IO	38381RH36	March 2049
<b>Security Group 4</b>						
BZ	4,029,706	3.50	PAC I	FIX/Z	38381RH44	March 2049
C(1)	107,136,000	3.50	PAC I/AD	FIX	38381RH51	April 2047
FM	27,520,341	(5)	PT	FLT	38381RH69	March 2049
JA	6,000,000	3.50	SUP/AD	FIX	38381RH77	March 2049
JD	4,534,000	3.50	PAC II	FIX	38381RH85	March 2049
JE	4,732,000	4.00	SUP/AD	FIX	38381RH93	March 2049
JG	4,732,000	3.00	SUP/AD	FIX	38381RJ26	March 2049
JZ	2,000	3.50	SUP	FIX/Z	38381RJ34	March 2049
MD(1)	6,436,000	3.50	PAC I/AD	FIX	38381RJ42	January 2048
SM	27,520,341	(5)	NTL(PT)	INV/IO	38381RJ59	March 2049
<b>Security Group 5</b>						
D	16,428,542	3.00	SC/PT	FIX	38381RJ67	December 2043
<b>Security Group 6</b>						
EB	108,156,107	3.00	SC/PT	FIX	38381RJ75	January 2048
<b>Security Group 7</b>						
SE	54,226,608	(5)	NTL(SC/PT)	INV/IO	38381RM71	January 2044
TI	41,792,545	(5)	NTL(SC/PT)	WAC/IO	38381RJ83	January 2044
<b>Residual</b>						
R	0	0.00	NPR	NPR	38381RJ91	March 2049

- (1) These Securities may be exchanged for MX Securities described in Schedule I to this Supplement.
- (2) Subject to increase as described under “Increase in Size” in this Supplement. The amount shown for each Notional Class (indicated by “NTL” under Principal Type) is its original Class Notional Balance and does not represent principal that will be paid.
- (3) As defined under “Class Types” in Appendix I to the Base Offering Circular. The Class Notional Balance of each Notional Class will be reduced as shown under “Terms Sheet — Notional Classes” in this Supplement.
- (4) See “Yield, Maturity and Prepayment Considerations — Final Distribution Date” in this Supplement.
- (5) See “Terms Sheet — Interest Rates” in this Supplement.

## AVAILABLE INFORMATION

You should purchase the securities only if you have read and understood the following documents:

- this Offering Circular Supplement (this “Supplement”),
- the Base Offering Circular and
- in the case of the Group 5, 6 and 7 securities, each disclosure document relating to the Underlying Certificates (the “Underlying Certificate Disclosure Documents”).

The Base Offering Circular and the Underlying Certificate Disclosure Documents are available on Ginnie Mae’s website located at <http://www.ginniemae.gov>.

If you do not have access to the internet, call BNY Mellon, which will act as information agent for the Trust, at (800) 234-GNMA, to order copies of the Base Offering Circular. In addition, you can obtain copies of any other document listed above by contacting BNY Mellon at the telephone number listed above.

Please consult the standard abbreviations of Class Types included in the Base Offering Circular as Appendix I and the glossary included in the Base Offering Circular as Appendix II for definitions of capitalized terms.

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## TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
Terms Sheet .....	S-3	ERISA Matters .....	S-34
Risk Factors .....	S-8	Legal Investment Considerations .....	S-34
The Trust Assets .....	S-11	Plan of Distribution .....	S-35
Ginnie Mae Guaranty .....	S-13	Increase in Size .....	S-35
Description of the Securities .....	S-13	Legal Matters .....	S-35
Yield, Maturity and Prepayment		Schedule I: Available Combinations .....	S-I-1
Considerations .....	S-17	Schedule II: Scheduled Principal	
Certain United States Federal Income		Balances .....	S-II-1
Tax Consequences .....	S-31	Exhibit A: Underlying Certificates .....	A-1

## TERMS SHEET

This terms sheet contains selected information for quick reference only. You should read this Supplement, particularly “Risk Factors,” and each of the other documents listed under “Available Information.”

**Sponsor:** J.P. Morgan Securities LLC

**Co-Sponsor:** Mischler Financial Group, Inc.

**Trustee:** U.S. Bank National Association

**Tax Administrator:** The Trustee

**Closing Date:** March 29, 2019

**Distribution Dates:** For the Group 1, 2, 3, 4, 5 and 6 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in April 2019. For the Group 7 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in April 2019.

### Trust Assets:

<u>Trust Asset Group or Subgroup<sup>(2)</sup></u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	5.0%	30
2	Ginnie Mae II	4.5%	30
3A	Ginnie Mae II	4.5%	30
3B	Ginnie Mae II	4.5%	30
4	Ginnie Mae II	4.0%	30
5	Underlying Certificates	(1)	(1)
6	Underlying Certificates	(1)	(1)
7A	Underlying Certificates	(1)	(1)
7B	Underlying Certificate	(1)	(1)

(1) Certain information regarding the Underlying Certificates is set forth in Exhibit A to this Supplement.

(2) The Group 3 and 7 Trust Assets consist of subgroups, Subgroup 3A, Subgroup 3B, Subgroup 7A and Subgroup 7B, respectively (each, a “Subgroup”).

**Security Groups:** This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

**Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 3 and 4 Trust Assets<sup>(1)</sup>:**

<u>Principal Balance</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>(2)</sup></u>
<b>Group 1 Trust Assets</b>			
\$346,590,882	357	3	5.477%
<b>Group 2 Trust Assets</b>			
\$200,000,000	301	54	4.854%
<b>Subgroup 3A Trust Assets</b>			
\$19,500,000	355	2	4.951%
<b>Subgroup 3B Trust Assets</b>			
\$230,500,000	355	2	4.951%
<b>Group 4 Trust Assets</b>			
\$165,122,047	347	11	4.461%

<sup>(1)</sup> As of March 1, 2019.

<sup>(2)</sup> The Mortgage Loans underlying the Group 1, 2, 3 and 4 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and Mortgage Rates of many of the Mortgage Loans underlying the Group 1, 2, 3 and 4 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement.*

**Characteristics of the Mortgage Loans Underlying the Group 5, 6 and 7 Trust Assets:** See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

**Issuance of Securities:** The Securities, other than the Residual Securities, will initially be issued in book-entry form through the book-entry system of the U.S. Federal Reserve Banks (the “Fedwire Book-Entry System”). The Residual Securities will be issued in fully registered, certificated form. See *“Description of the Securities — Form of Securities” in this Supplement.*

**Modification and Exchange:** If you own exchangeable Securities you will be able, upon notice and payment of an exchange fee, to exchange them for a proportionate interest in the related Securities shown on Schedule I to this Supplement. See *“Description of the Securities — Modification and Exchange” in this Supplement.*

**Increased Minimum Denomination Classes:** Each Class that constitutes an Interest Only Class. See *“Description of the Securities — Form of Securities” in this Supplement.*

**Interest Rates:** The Interest Rates for the Fixed Rate Classes are shown on the front cover of this Supplement or on Schedule I to this Supplement.

The Floating Rate and Inverse Floating Rate Classes will bear interest at per annum rates based on one-month LIBOR (hereinafter referred to as “LIBOR”) as follows:

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
EF .....	LIBOR + 0.71%	3.20275%	0.71%	4.50%	0	0.00%
ES .....	3.79% – LIBOR	1.29725%	0.00%	3.79%	0	3.79%
FA .....	LIBOR + 0.50%	2.97900%	0.50%	6.50%	0	0.00%
FM .....	LIBOR + 0.50%	2.99200%	0.50%	6.50%	0	0.00%
GF .....	LIBOR + 0.45%	2.93925%	0.45%	6.50%	0	0.00%
GS .....	6.05% – LIBOR	3.56075%	0.00%	6.05%	0	6.05%
HS .....	3.79% – LIBOR	1.29725%	0.00%	3.79%	0	3.79%
SA .....	6.00% – LIBOR	3.52100%	0.00%	6.00%	0	6.00%
SE .....	6.15% – LIBOR	3.66825%	0.00%	6.15%	0	6.15%
SM .....	6.00% – LIBOR	3.50800%	0.00%	6.00%	0	6.00%

- (1) LIBOR will be established on the basis of the ICE LIBOR method, as described under “Description of the Securities — Interest Distributions — Floating Rate and Inverse Floating Rate Classes” in this Supplement.
- (2) The initial Interest Rate will be in effect during the first Accrual Period; the Interest Rate will adjust monthly thereafter.

Class TI is a Weighted Average Coupon Class that will accrue interest during each Accrual Period at a per annum Interest Rate equal to the total interest accrued on the Group 7 Trust Assets less the accrued interest on Class SE for that Accrual Period, multiplied by 12, and divided by the Class Notional Balance of Class TI (before giving effect to any payments on such Distribution Date) for such Accrual Period. The approximate initial Interest Rate for Class TI, which will be in effect for the first Accrual Period, is 0.19280421%.

**Allocation of Principal:** On each Distribution Date for a Security Group, the following distributions will be made to the related Securities:

#### **SECURITY GROUP 1**

The Group 1 Principal Distribution Amount and the TZ Accrual Amount will be allocated, as follows:

- The TZ Accrual Amount, sequentially, to TA, TM, MT and TZ, in that order, until retired
- The Group 1 Principal Distribution Amount, concurrently, as follows:
  1. 50% to FA, until retired
  2. 50% sequentially, to TA, TM, MT and TZ, in that order, until retired

#### **SECURITY GROUP 2**

The Group 2 Principal Distribution Amount will be allocated, concurrently, as follows:

- 20% to GF, until retired
- 80% sequentially, to G, LA and AL, in that order, until retired

**SECURITY GROUP 3**

The Group 3 Principal Distribution Amount will be allocated to EF, until retired

**SECURITY GROUP 4**

The Group 4 Principal Distribution Amount, the BZ Accrual Amount and the JZ Accrual Amount will be allocated, as follows:

- The BZ Accrual Amount, sequentially, to C, MD and BZ, in that order, until retired
- The JZ Accrual Amount in the following order of priority:
  1. Concurrently, to JA, JE and JG, pro rata, until retired
  2. To JZ, until retired
- The Group 4 Principal Distribution Amount, concurrently, as follows:
  1. 16.6666665657% to FM, until retired
  2. 83.3333334343% in the following order of priority:
    - a. Sequentially, to C, MD and BZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
    - b. To JD, until reduced to its Scheduled Principal Balance for that Distribution Date
    - c. Concurrently, to JA, JE and JG, pro rata, until retired
    - d. To JZ, until retired
    - e. To JD, without regard to its Scheduled Principal Balance, until retired
    - f. Sequentially to C, MD and BZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

**SECURITY GROUP 5**

The Group 5 Principal Distribution Amount will be allocated to D, until retired

**SECURITY GROUP 6**

The Group 6 Principal Distribution Amount will be allocated to EB, until retired

**Scheduled Principal Balances:** The Scheduled Principal Balances or Aggregate Scheduled Principal Balances for the Classes listed below are included in Schedule II to this Supplement. They were calculated using among other things the following Structuring Ranges:

	<u>Structuring Ranges</u>
<b>PAC I Classes</b>	
BZ, C and MD (in the aggregate) .....	125% PSA through 200% PSA
<b>PAC II Class</b>	
JD .....	140% PSA through 200% PSA

**Accrual Classes:** Interest will accrue on each Accrual Class identified on the front cover of this Supplement at the per annum rate set forth on that page. However, no interest will be distributed to the Accrual Classes as interest. Interest so accrued on each Accrual Class on each Distribution Date will constitute an Accrual Amount, which will be added to the Class Principal Balance of that Class on each Distribution Date and will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.”

**Notional Classes:** The Notional Classes will not receive distributions of principal but have Class Notional Balances for convenience in describing their entitlements to interest. The Class Notional Balance of each Notional Class represents the percentage indicated below of, and reduces to that extent with, the Class Principal Balances or the outstanding principal or notional balance of the related Trust Asset Group or Subgroup indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
BI .....	\$ 14,196,500	12.5% of C and MD (in the aggregate) (PAC I/AD Classes)
DI .....	13,392,000	12.5% of C (PAC I/AD Class)
GI .....	32,300,444	22.2222222222% of G (SEQ Class)
ES .....	230,500,000	100% of the Subgroup 3B Trust Assets
GS .....	40,000,000	100% of GF (PT Class)
HS .....	19,500,000	100% of the Subgroup 3A Trust Assets
IA .....	34,903,333	22.2222222222% of G and LA (in the aggregate) (SEQ Classes)
SA .....	173,295,441	100% of FA (PT Class)
SE .....	54,226,608	100% of the Group 7 Trust Assets
SM .....	27,520,341	100% of FM (PT Class)
TI .....	41,792,545	100% of the Subgroup 7A Trust Assets

**Tax Status:** Single REMIC Series. See “*Certain United States Federal Income Tax Consequences*” in this Supplement and in the Base Offering Circular.

**Regular and Residual Classes:** Class R is a Residual Class and represents the Residual Interest of the Trust REMIC. All other Classes of REMIC Securities are Regular Classes.

## RISK FACTORS

*You should purchase securities only if you understand and are able to bear the associated risks. The risks applicable to your investment depend on the principal and interest type of your securities. This section highlights certain of these risks.*

***The rate of principal payments on the underlying mortgage loans will affect the rate of principal payments on your securities.*** The rate at which you will receive principal payments will depend largely on the rate of principal payments, including prepayments, on the mortgage loans underlying the related trust assets. Any historical data regarding mortgage loan prepayment rates may not be indicative of the rate of future prepayments on the underlying mortgage loans, and no assurances can be given about the rates at which the underlying mortgage loans will prepay. We expect the rate of principal payments on the underlying mortgage loans to vary. Borrowers generally may prepay their mortgage loans at any time without penalty.

The terms of the mortgage loans may be modified to permit, among other things, a partial release of security, which releases a portion of the mortgaged property from the lien securing the related mortgage loan. Partial releases of security may reduce the value of the remaining security and also allow the related borrower to sell the released property and generate proceeds that may be used to prepay the related mortgage loan in whole or in part.

In addition to voluntary prepayments, mortgage loans can be prepaid as a result of governmental mortgage insurance claim payments, loss mitigation arrangements, repurchases or liquidations of defaulted mortgage loans. Although under certain circumstances Ginnie Mae issuers have the option to repurchase defaulted mortgage loans from the related pool underlying a Ginnie Mae MBS certificate, they are not obligated to do so. Defaulted mortgage loans that remain in pools backing Ginnie Mae MBS certificates may be subject to governmental mortgage insurance claim payments, loss mitigation arrangements or foreclosure, which could have the same effect as voluntary prepayments on the cash flow available to pay the securities.

A catastrophic weather event or other natural disaster may affect the rate of principal payments, including prepayments, on the underlying mortgage loans. Any such event may damage the related mortgaged properties that secure the mortgage loans and may lead to a general economic downturn in the affected regions, including job losses and declines in real estate values. A general economic downturn may increase the rate of defaults on the mortgage loans in such areas resulting in prepayments on the related securities due to governmental mortgage insurance claim payments, loss mitigation arrangements, repurchases or liquidations of defaulted mortgage loans. Insurance payments on damaged or destroyed homes may also lead to prepayments on the underlying mortgage loans. Further, in connection with presidentially declared major disasters, Ginnie Mae may authorize optional special assistance to issuers, including expanded buyout authority which allows issuers, upon receiving written approval from Ginnie Mae, to repurchase eligible loans from the related pool underlying a Ginnie Mae MBS certificate, even if such loans are not delinquent or do not otherwise meet the standard conditions for removal or repurchase.

No assurances can be given as to the timing or frequency of any governmental mortgage insurance claim payments, issuer repurchases, loss mitigation arrangements or foreclosure proceedings with respect to defaulted mortgage loans and the resulting effect on the timing or rate of principal payments on your securities.

***Rates of principal payments can reduce your yield.*** The yield on your securities probably will be lower than you expect if:

- you bought your securities at a premium (interest only securities, for example) and principal payments are faster than you expected, or



- you bought your securities at a discount and principal payments are slower than you expected.

In addition, if your securities are interest only securities or securities purchased at a significant premium, you could lose money on your investment if prepayments occur at a rapid rate.

***Under certain circumstances, a Ginnie Mae issuer has the right to repurchase a defaulted mortgage loan from the related pool of mortgage loans underlying a particular Ginnie Mae MBS certificate, the effect of which would be comparable to a prepayment of such mortgage loan.*** At its option and without Ginnie Mae's prior consent, a Ginnie Mae issuer may repurchase any mortgage loan at an amount equal to par less any amounts previously advanced by such issuer in connection with its responsibilities as servicer of such mortgage loan to the extent that (i) in the case of a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS certificate issued on or before December 1, 2002, such mortgage loan has been delinquent for four consecutive months, and at least one delinquent payment remains uncured or (ii) in the case of a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS certificate issued on or after January 1, 2003, no payment has been made on such mortgage loan for three consecutive months. Any such repurchase will result in prepayment of the principal balance or reduction in the notional balance of the securities ultimately backed by such mortgage loan. No assurances can be given as to the timing or frequency of any such repurchases.

***The level of LIBOR will affect the yields on floating rate and inverse floating rate securities and under certain circumstances, the Class TI securities.*** If LIBOR performs differently from what you expect, the yield on your securities may be lower than you expect. Lower levels of LIBOR will generally reduce the yield on floating rate securities; higher levels of LIBOR will generally reduce the yield on inverse floating rate securities and under certain circumstances, the class TI securities. You should bear in mind

that the timing of changes in the level of LIBOR may affect your yield: generally, the earlier a change, the greater the effect on your yield. It is doubtful that LIBOR will remain constant.

***An investment in the securities is subject to significant reinvestment risk.*** The rate of principal payments on your securities is uncertain. You may be unable to reinvest the payments on your securities at the same returns provided by the securities. Lower prevailing interest rates may result in an unexpected return of principal. In that interest rate climate, higher yielding reinvestment opportunities may be limited. Conversely, higher prevailing interest rates may result in slower returns of principal, and you may not be able to take advantage of higher yielding investment opportunities. The final payment on your security may occur much earlier than the final distribution date.

***Support securities will be more sensitive to rates of principal payments than other securities.*** If principal prepayments result in principal distributions on any distribution date equal to or less than the amount needed to produce scheduled payments on the PAC classes, the support classes will not receive any principal distribution on that date (other than from any applicable accrual amount). If prepayments result in principal distributions on any distribution date greater than the amount needed to produce scheduled payments on the PAC classes for that distribution date, this excess will be distributed to the support classes.

***The rate of payments on the underlying certificates will directly affect the rate of payments on the group 5, 6 and 7 securities.*** The underlying certificates will be sensitive in varying degrees to:

- the rate of payments of principal (including prepayments) of the related mortgage loans, and
- the priorities for the distribution of principal among the classes of the related underlying series.

As described in the related underlying certificate disclosure documents, the principal entitlements

of certain of the underlying certificates included in trust asset groups 5 and 6 on any payment date are calculated, directly or indirectly, on the basis of schedules; no assurance can be given that the underlying certificates will adhere to their schedules. Further, prepayments on the related mortgage loans may have occurred at rates faster or slower than those initially assumed.

The trust asset underlying one of the underlying certificates included in trust asset group 6 is also a previously issued certificate that represents beneficial ownership interests in a separate trust. The rate of payments on the previously issued certificate backing this underlying certificate will directly affect the timing and rate of payments on the group 6 securities. You should read the related underlying certificate disclosure document, including the risk factors contained therein, to understand the payments on and related risks of the previously issued certificate backing this underlying certificate.

This supplement contains no information as to whether the underlying certificates have adhered to any applicable principal balance schedules, whether any related supporting classes remain outstanding or whether the underlying certificates otherwise have performed as originally anticipated. Additional information as to the underlying certificates may be obtained by performing an analysis of current principal factors of the underlying certificates in light of applicable information contained in the related underlying certificate disclosure documents.

***Up to 10% of the mortgage loans underlying the group 1, 2, 3, 4 and 7 trust assets and up to 100% of the mortgage loans underlying the group 5 and 6 trust assets may be higher balance mortgage loans.*** Subject to special pooling parameters set forth in the Ginnie Mae Mortgage-Backed Securities Guide, qualifying federally-insured or guaranteed mortgage loans that exceed certain balance thresholds established by Ginnie Mae (“higher balance mortgage loans”) may be included in Ginnie Mae guaranteed pools. There are no historical performance data regarding the prepayment rates

for higher balance mortgage loans. If the higher balance mortgage loans prepay faster or slower than expected, the weighted average lives and yields of the related securities are likely to be affected, perhaps significantly. Furthermore, higher balance mortgage loans tend to be concentrated in certain geographic areas, which may experience relatively higher rates of defaults in the event of adverse economic conditions. No assurances can be given about the prepayment experience or performance of the higher balance mortgage loans.

***Changes to, or elimination of, LIBOR could adversely affect your investment in the securities.*** On July 27, 2017, the U.K.-based Financial Conduct Authority (the “FCA”) announced its intention to cease sustaining LIBOR after 2021. The FCA indicated that it does not intend to sustain LIBOR through using its influence or legal powers beyond that date. It is possible that the ICE Benchmark Administration (“IBA”) and the reference banks could continue to produce LIBOR on the current basis after 2021, if they are willing and able to do so, but it cannot be assured that LIBOR will survive in its current form, or at all. In the event IBA ceases to set or publish a rate for LIBOR, the Trustee shall propose a new index for approval by Ginnie Mae based upon comparable information and methodology. The Trustee shall propose an alternative index only if it receives an opinion of counsel that the selection of such alternative index will not cause the related Trust REMIC or REMICs to lose their classification as REMICs for United States federal income tax purposes. The effect of the FCA’s decision not to sustain LIBOR, or, if changes are ultimately made to LIBOR, the effect of those changes, cannot be predicted. In addition, it cannot be predicted what alternative index would be chosen should this occur. If LIBOR in its current form does not survive or if an alternative index is chosen, the market value and/or liquidity of securities with distributions or interest rates based on LIBOR could be adversely affected.

***The securities may not be a suitable investment for you.*** The securities, especially the group 5, 6 and 7 securities and, in particular, the

support, interest only, accrual and residual classes, are not suitable investments for all investors.

In addition, although the sponsor intends to make a market for the purchase and sale of the securities after their initial issuance, it has no obligation to do so. There is no assurance that a secondary market will develop, that any secondary market will continue, or that the price at which you can sell an investment in any class will enable you to realize a desired yield on that investment.

You will bear the market risks of your investment. The market values of the classes are likely to fluctuate. These fluctuations may be significant and could result in significant losses to you.

The secondary markets for mortgage-related securities have experienced periods of illiquidity and can be expected to do so in the future. Illiquidity can have a severely adverse effect on the prices of classes that are especially sensitive to prepayment or interest rate risk or that have been structured to meet the investment requirements of limited categories of investors.

The residual securities may experience significant adverse tax timing consequences. Accordingly, you are urged to consult tax advisors and to

consider the after-tax effect of ownership of a residual security and the suitability of the residual securities to your investment objectives. See “*Certain United States Federal Income Tax Consequences*” in this supplement and in the base offering circular.

You are encouraged to consult advisors regarding the financial, legal, tax and other aspects of an investment in the securities. You should not purchase the securities of any class unless you understand and are able to bear the prepayment, yield, liquidity and market risks associated with that class.

***The actual characteristics of the underlying mortgage loans will affect the weighted average lives and yields of your securities.***

The yield and decrement tables in this supplement are based on assumed characteristics which are likely to be different from the actual characteristics. As a result, the yields on your securities could be lower than you expected, even if the mortgage loans prepay at the constant prepayment rates set forth in the applicable table.

It is highly unlikely that the underlying mortgage loans will prepay at any of the prepayment rates assumed in this supplement, or at any constant prepayment rate.

## THE TRUST ASSETS

### General

The Sponsor intends to acquire the Trust Assets in privately negotiated transactions prior to the Closing Date and to sell them to the Trust according to the terms of a Trust Agreement between the Sponsor and the Trustee. The Sponsor will make certain representations and warranties with respect to the Trust Assets. All Trust Assets, regardless of whether the assets consist of Trust MBS or the Underlying Certificates, will evidence, directly or indirectly, Ginnie Mae Certificates.

### The Trust MBS (Groups 1, 2, 3 and 4)

The Trust MBS are either:

1. Ginnie Mae II MBS Certificates guaranteed by Ginnie Mae, or
2. Ginnie Mae Platinum Certificates backed by Ginnie Mae II MBS Certificates and guaranteed by Ginnie Mae.

Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate issued prior to July 1, 2003 bears interest at a Mortgage Rate 0.50% to 1.50% per annum greater than the related Certificate Rate. Each Mort-

gage Loan underlying a Ginnie Mae II MBS Certificate issued on or after July 1, 2003 bears interest at a Mortgage Rate 0.25% to 0.75% per annum greater than the related Certificate Rate. Ginnie Mae receives a fee (the “Ginnie Mae Certificate Guaranty Fee”) for its guaranty of each Ginnie Mae II MBS Certificate of 0.06% per annum of the outstanding principal balance of each related Mortgage Loan. The difference between (a) the Mortgage Rate and (b) the sum of the Certificate Rate and the rate of the Ginnie Mae Certificate Guaranty Fee is used to pay the related servicers of the Mortgage Loans a monthly servicing fee.

### **The Underlying Certificates (Groups 5, 6 and 7)**

The Group 5, 6 and 7 Trust Assets are Underlying Certificates that represent beneficial ownership interests in one or more separate trusts, the assets of which evidence direct or indirect beneficial ownership interests in certain Ginnie Mae Certificates. Each Underlying Certificate constitutes all or a portion of a class of a separate Series of certificates described in the related Underlying Certificate Disclosure Document. Each Underlying Certificate Disclosure Document may be obtained from the Information Agent as described under “Available Information” in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of each Underlying Certificate Disclosure Document, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document. See “*Underlying Certificates*” in the Base Offering Circular.

Each Underlying Certificate provides for monthly distributions and is further described in the table contained in Exhibit A to this Supplement. The table also sets forth information regarding approximate weighted average remaining terms to maturity, loan ages and mortgage rates of the Mortgage Loans underlying the related Ginnie Mae Certificates.

### **The Mortgage Loans**

The Mortgage Loans underlying the Group 1, 2, 3 and 4 Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in the Terms Sheet under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 3 and 4 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans underlying the Underlying Certificates are expected to have, on a weighted average basis, the characteristics set forth in Exhibit A to this Supplement. The Mortgage Loans will consist of first lien, single-family, fixed rate, residential mortgage loans that are insured or guaranteed by the Federal Housing Administration, the United States Department of Veterans Affairs, Rural Development (formerly the Rural Housing Service) or the United States Department of Housing and Urban Development (“HUD”). See “*The Ginnie Mae Certificates — General*” in the Base Offering Circular.

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and Mortgage Rates of the Mortgage Loans underlying the Trust MBS. However, the actual remaining terms to maturity, loan ages and Mortgage Rates of many of the Mortgage Loans will differ from the characteristics assumed, perhaps significantly. This will be the case even if the weighted average characteristics of the Mortgage Loans are the same as the assumed characteristics. Small differences in the characteristics of the Mortgage Loans can have a significant effect on the Weighted Average Lives and yields of the Securities. See “*Risk Factors*” and “*Yield, Maturity and Prepayment Considerations*” in this Supplement.

## **The Trustee Fee**

The Sponsor will contribute certain Ginnie Mae Certificates in respect of the Trustee Fee. On each Distribution Date, the Trustee will retain all principal and interest distributions received on such Ginnie Mae Certificates in payment of the Trustee Fee.

## **GINNIE MAE GUARANTY**

The Government National Mortgage Association (“Ginnie Mae”), a wholly-owned corporate instrumentality of the United States of America within HUD, guarantees the timely payment of principal and interest on the Securities. The General Counsel of HUD has provided an opinion to the effect that Ginnie Mae has the authority to guarantee multiclass securities and that Ginnie Mae guaranties will constitute general obligations of the United States, for which the full faith and credit of the United States is pledged. *See “Ginnie Mae Guaranty” in the Base Offering Circular.*

## **DESCRIPTION OF THE SECURITIES**

### **General**

The description of the Securities contained in this Supplement is not complete and is subject to, and is qualified in its entirety by reference to, all of the provisions of the Trust Agreement. *See “Description of the Securities” in the Base Offering Circular.*

### **Form of Securities**

Each Class of Securities other than the Residual Securities initially will be issued and maintained, and may be transferred only on the Fedwire Book-Entry System. Beneficial Owners of Book-Entry Securities will ordinarily hold these Securities through one or more financial intermediaries, such as banks, brokerage firms and securities clearing organizations that are eligible to maintain book-entry accounts on the Fedwire Book-Entry System. By request accompanied by the payment of a transfer fee of \$25,000 per Certificated Security to be issued, a Beneficial Owner may receive a Regular Security in certificated form.

The Residual Securities will not be issued in book-entry form but will be issued in fully registered, certificated form and may be transferred or exchanged, subject to the transfer restrictions applicable to Residual Securities set forth in the Trust Agreement, at the Corporate Trust Office of the Trustee. *See “Description of the Securities — Forms of Securities; Book-Entry Procedures” in the Base Offering Circular.*

Each Regular and MX Class (other than the Increased Minimum Denomination Classes) will be issued in minimum dollar denominations of initial principal balance of \$1,000 and integral multiples of \$1 in excess of \$1,000. The Increased Minimum Denomination Classes will be issued in minimum denominations that equal \$100,000 in initial notional balance.

### **Distributions**

Distributions on the Securities will be made on each Distribution Date as specified under “Terms Sheet — Distribution Dates” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the related Record Date. Beneficial Owners of Book-Entry Securities will receive distributions through credits to accounts maintained for their benefit on the books and records of the appropriate financial intermediaries. Holders of Certifi-

cated Securities will receive distributions by check or, subject to the restrictions set forth in the Base Offering Circular, by wire transfer. See “Description of the Securities — Distributions” and “— Method of Distributions” in the Base Offering Circular.

### Interest Distributions

The Interest Distribution Amount will be distributed on each Distribution Date to the Holders of all Classes of Securities entitled to distributions of interest.

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable (or accrued in the case of an Accrual Class) on any Class for any Distribution Date will consist of 30 days’ interest on its Class Principal Balance (or Class Notional Balance) as of the related Record Date.
- Investors can calculate the amount of interest to be distributed (or accrued in the case of an Accrual Class) on each Class of Securities for any Distribution Date by using the Class Factors published in the preceding month. See “— Class Factors” below.

### Categories of Classes

For purposes of interest distributions, the Classes will be categorized as shown under “Interest Type” on the front cover of this Supplement and on Schedule I to this Supplement. The abbreviations used in this Supplement to describe the interest entitlements of the Classes are explained under “Class Types” in Appendix I to the Base Offering Circular.

### Accrual Periods

The Accrual Period for each Regular and MX Class is set forth in the table below:

<u>Class</u>	<u>Accrual Period</u>
Fixed Rate Classes	The calendar month preceding the related Distribution Date
Group 1, 2, 3 and 4 Floating Rate and Inverse Floating Rate Classes	From the 20th day of the month preceding the month of the related Distribution Date through the 19th day of the month of that Distribution Date
Group 7 Inverse Floating Rate and Weighted Average Coupon Classes	From the 16th day of the month preceding the month of the related Distribution Date through the 15th day of the month of that Distribution Date

### Fixed Rate Classes

Each Fixed Rate Class will bear interest at the per annum Interest Rate shown on the front cover of this Supplement or on Schedule I to this Supplement.

### Floating Rate and Inverse Floating Rate Classes

The Floating Rate and Inverse Floating Rate Classes will bear interest as shown under “Terms Sheet — Interest Rates” in this Supplement. The Interest Rates for the Floating Rate and Inverse Floating Rate Classes will be based on LIBOR. The Trustee or its agent will determine LIBOR on the basis of the ICE LIBOR method, as described under “Description of the Securities — Interest Rate Indices — Determination of LIBOR — ICE LIBOR” in the Base Offering Circular. In the case of the Group 7 Securities, the Trustee will use the same values of LIBOR as are used for the related Underlying Certificates (which will be determined on the basis of the ICE LIBOR method).

We can provide no assurance that LIBOR for a Distribution Date accurately represents the offered rate at which one-month U.S. dollar deposits are being quoted to prime banks in the London interbank market, nor that the procedures for calculating LIBOR on the basis of the ICE LIBOR method for one-month U.S. dollar deposits will not change. Any change in LIBOR values resulting from any change in reporting or in the determination of LIBOR may cause LIBOR to fluctuate disproportionately to changes in other market lending rates.

#### *Weighted Average Coupon Class*

The Weighted Average Coupon Class will bear interest as shown under “Terms Sheet — Interest Rates” in this Supplement.

The Trustee’s determination of LIBOR and its calculation of the Interest Rates will be final except in the case of clear error. Investors can obtain LIBOR levels and Interest Rates for the current and preceding Accrual Periods from Ginnie Mae’s Multiclass Securities e-Access located on Ginnie Mae’s website (“e-Access”) or by calling the Information Agent at (800) 234-GNMA.

#### *Accrual Classes*

Each of Classes BZ, JZ and TZ is an Accrual Class. Interest will accrue on the Accrual Classes and be distributed as described under “Terms Sheet — Accrual Classes” in this Supplement.

### **Principal Distributions**

The Principal Distribution Amount for each Group and each Accrual Amount will be distributed to the Holders entitled thereto as described under “Terms Sheet — Allocation of Principal” in this Supplement. Investors can calculate the amount of principal to be distributed with respect to any Distribution Date by using the Class Factors published in the preceding and current months. *See “— Class Factors” below.*

#### *Categories of Classes*

For purposes of principal distributions, the Classes will be categorized as shown under “Principal Type” on the front cover of this Supplement and on Schedule I to this Supplement. The abbreviations used in this Supplement to describe the principal entitlements of the Classes are explained under “Class Types” in Appendix I to the Base Offering Circular.

#### *Notional Classes*

The Notional Classes will not receive principal distributions. For convenience in describing interest distributions, the Notional Classes will have the original Class Notional Balances shown on the front cover of this Supplement and on Schedule I to this Supplement. The Class Notional Balances will be reduced as shown under “Terms Sheet — Notional Classes” in this Supplement.

### **Residual Securities**

The Class R Securities will represent the beneficial ownership of the Residual Interest in the Trust REMIC, as described in “Certain United States Federal Income Tax Consequences” in the Base Offering Circular. The Class R Securities have no Class Principal Balance and do not accrue interest. The Class R Securities will be entitled to receive the proceeds of the disposition of any assets remaining in the Trust REMIC after the Class Principal Balance or Class Notional Balance of each Class of Regular Securities has been reduced to zero. However, any remaining proceeds are not likely to be significant. The Residual Securities may not be transferred to a Plan Investor, a Non-U.S. Person or a Disqualified Organization.

## **Class Factors**

The Trustee will calculate and make available for each Class of Securities, no later than the day preceding the applicable Distribution Date, the factor (carried out to eight decimal places) that when multiplied by the Original Class Principal Balance (or original Class Notional Balance) of that Class, determines the Class Principal Balance (or Class Notional Balance) after giving effect to the distribution of principal to be made on the Securities (and any addition to the Class Principal Balance of an Accrual Class) or any reduction of Class Notional Balance on that Distribution Date (each, a “Class Factor”).

- The Class Factor for any Class of Securities for each month following the issuance of the Securities will reflect its remaining Class Principal Balance (or Class Notional Balance) after giving effect to any principal distribution (or addition to principal) to be made or any reduction of Class Notional Balance on the Distribution Date occurring in that month.
- The Class Factor for each Class for the month of issuance is 1.00000000.
- The Class Factors for the MX Classes and the Classes of REMIC Securities that are exchangeable for the MX Classes will be calculated assuming that the maximum possible amount of each Class is outstanding at all times, regardless of any exchanges that may occur.
- Based on the Class Factors published in the preceding and current months (and Interest Rates), investors in any Class (other than an Accrual Class) can calculate the amount of principal and interest to be distributed to that Class and investors in an Accrual Class can calculate the total amount of principal to be distributed to (or interest to be added to the Class Principal Balance of) that Class on the Distribution Date in the current month.
- Investors may obtain current Class Factors on e-Access.

See “*Description of the Securities — Distributions*” in the *Base Offering Circular*.

## **Termination**

The Trustee, at its option, may purchase or cause the sale of the Trust Assets and thereby terminate the Trust on any Distribution Date on which the aggregate of the Class Principal Balances of the Securities is less than 1% of the aggregate Original Class Principal Balances of the Securities. On any Distribution Date upon the Trustee’s determination that the REMIC status of the Trust REMIC has been lost or that a substantial risk exists that this status will be lost for the then current taxable year, the Trustee will terminate the Trust and retire the Securities.

Upon any termination of the Trust, the Holder of any outstanding Security (other than a Residual or Notional Class Security) will be entitled to receive that Holder’s allocable share of the Class Principal Balance of that Class plus any accrued and unpaid interest thereon at the applicable Interest Rate, and any Holder of any outstanding Notional Class Security will be entitled to receive that Holder’s allocable share of any accrued and unpaid interest thereon at the applicable Interest Rate. The Residual Holders will be entitled to their pro rata share of any assets remaining in the Trust REMIC after payment in full of the amounts described in the foregoing sentence. However, any remaining assets are not likely to be significant.

## **Modification and Exchange**

All or a portion of the Classes of REMIC Securities specified on the front cover may be exchanged for a proportionate interest in the related MX Class or Classes shown on Schedule I to this Supplement. Similarly, all or a portion of the related MX Class or Classes may be exchanged for proportionate interests in the related Class or Classes of REMIC Securities and, in the case of Combinations 3, 4, 6 and 7, other related MX Classes. This process may occur repeatedly.



Each exchange may be effected only in proportions that result in the principal and interest entitlements of the Securities received being equal to the entitlements of the Securities surrendered.

In the case of Combinations 3, 4, 6 and 7, the related REMIC Securities may be exchanged for proportionate interests in various subcombinations of MX Classes. Similarly, all or a portion of these MX Classes may be exchanged for proportionate interests in the related REMIC Securities or in other subcombinations of the related MX Classes. Each subcombination may be effected only in proportions that result in the principal and interest entitlements of the Securities received being equal to the entitlements of the Securities surrendered. *See the example under “Description of the Securities — Modification and Exchange” in the Base Offering Circular.*

A Beneficial Owner proposing to effect an exchange must notify the Trustee through the Beneficial Owner’s Book-Entry Depository participant. This notice must be received by the Trustee not later than two Business Days before the proposed exchange date. The exchange date can be any Business Day other than the last Business Day of the month. The notice must contain the outstanding principal or notional balances of the Securities to be included in the exchange and the proposed exchange date. The notice is required to be delivered to the Trustee by email to USBGNMATEam@USBank.com or in writing at its Corporate Trust Office at U.S. Bank National Association, One Federal Street, 3rd Floor, Boston, MA 02110, Attention: Ginnie Mae REMIC Program Agency Group 2019-035. The Trustee may be contacted by telephone at (617) 603-6451 and by fax at (617) 603-6644.

A fee will be payable to the Trustee in connection with each exchange equal to  $\frac{1}{32}$  of 1% of the outstanding principal balance of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000). The fee must be paid concurrently with the exchange.

The first distribution on a REMIC Security or an MX Security received in an exchange will be made on the Distribution Date in the month following the month of the exchange. The distribution will be made to the Holder of record as of the Record Date in the month of exchange.

*See “Description of the Securities — Modification and Exchange” in the Base Offering Circular.*

## **YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS**

### **General**

The prepayment experience of the Mortgage Loans will affect the Weighted Average Lives of and the yields realized by investors in the related Securities.

- The Mortgage Loans do not contain “due-on-sale” provisions, and any Mortgage Loan may be prepaid in full or in part at any time without penalty.
- The rate of payments (including prepayments and payments in respect of liquidations) on the Mortgage Loans is dependent on a variety of economic, geographic, social and other factors, including prevailing market interest rates and general economic factors.

The rate of prepayments with respect to single-family mortgage loans has fluctuated significantly in recent years. Although there is no assurance that prepayment patterns for the Mortgage Loans will conform to patterns for more traditional types of conventional fixed rate mortgage loans, generally:

- if mortgage interest rates fall materially below the Mortgage Rates on any of the Mortgage Loans (giving consideration to the cost of refinancing), the rate of prepayment of those Mortgage Loans would be expected to increase; and
- if mortgage interest rates rise materially above the Mortgage Rates on any of the Mortgage Loans, the rate of prepayment of those Mortgage Loans would be expected to decrease.

In addition, following any Mortgage Loan default and the subsequent liquidation of the underlying Mortgaged Property, the principal balance of the Mortgage Loan will be distributed through a combination of liquidation proceeds, advances from the related Ginnie Mae Issuer and, to the extent necessary, proceeds of Ginnie Mae’s guaranty of the Ginnie Mae Certificates. As a result, defaults experienced on the Mortgage Loans will accelerate the distribution of principal of the Securities.

The terms of the Mortgage Loans may be modified to permit, among other things, a partial release of security, which releases a portion of the mortgaged property from the lien securing the related Mortgage Loan. Partial releases of security may allow the related borrower to sell the released property and generate proceeds that may be used to prepay the related Mortgage Loan in whole or in part.

Under certain circumstances, the Trustee has the option to purchase the Trust Assets, thereby effecting early retirement of the Securities. See “Description of the Securities — Termination” in this Supplement.

Investors in the Group 5, 6 and 7 Securities are urged to review the discussion under “Risk Factors — The rate of payments on the underlying certificates will directly affect the rate of payments on the group 5, 6 and 7 securities” in this Supplement.

**Accretion Directed Classes**

Classes C, JA, JE, JG, MD, MT, TA and TM are Accretion Directed Classes. The related Accrual Amounts will be applied to making principal distributions on those Classes as described in this Supplement.

Each of the Accretion Directed Classes has the AD designation in the suffix position, rather than the prefix position, in its class principal type because it does not have principal payment stability through the applicable pricing prepayment assumption. Although the Accretion Directed Classes are entitled to receive payments from the related Accrual Amounts, they do not have principal payment stability through any constant prepayment rate significantly higher than 0% PSA, except within any applicable Effective Range.

**Securities that Receive Principal on the Basis of Schedules**

As described in this Supplement, each PAC Class will receive principal payments in accordance with a schedule calculated on the basis of, among other things, a Structuring Range. See “Terms Sheet — Scheduled Principal Balances.” However, whether any such Class will adhere to its schedule and receive “Scheduled Payments” on a Distribution Date will largely depend on the level of prepayments experienced by the related Mortgage Loans.

Each PAC Class exhibits an Effective Range of constant prepayment rates at which such Class will receive Scheduled Payments. That range may differ from the Structuring Range used to create the related principal balance schedule. Based on the Modeling Assumptions, the *initial* Effective Ranges for the PAC Classes are as follows:

	<u>Initial Effective Ranges</u>
<b>PAC I Classes</b>	
BZ, C and MD (in the aggregate) . . . . .	125% PSA through 200% PSA
<b>PAC II Class</b>	
JD . . . . .	140% PSA through 200% PSA

- The principal payment stability of the PAC I Classes will be supported by the PAC II and Support Classes.
- The principal payment stability of the PAC II Class will be supported by the Support Classes.

**If all of the Classes supporting a given Class are retired before the Class being supported is retired, the outstanding Class will no longer have an Effective Range and will become more sensitive to prepayments on the related Mortgage Loans.**

There is no assurance that the related Mortgage Loans will have the characteristics assumed in the Modeling Assumptions, which were used to determine the initial Effective Ranges. If the initial Effective Ranges were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Ranges could differ from those shown in the above table. Therefore, even if the Mortgage Loans were to prepay at a constant rate within the initial Effective Range shown for any Class in the above table, that Class could fail to receive Scheduled Payments.

Moreover, the related Mortgage Loans will not prepay at any *constant* rate. Non-constant prepayment rates can cause any PAC Class not to receive Scheduled Payments, even if prepayment rates remain within the initial Effective Range for that Class. Further, the Effective Range for any PAC Class can narrow, shift over time or cease to exist depending on the actual characteristics of the related Mortgage Loans.

If the related Mortgage Loans prepay at rates that are generally below the Effective Range for any PAC Class, the amount available to pay principal on the Securities may be insufficient to produce Scheduled Payments on such related PAC Class, and its Weighted Average Life may be extended, perhaps significantly.

If the related Mortgage Loans prepay at rates that are generally above the Effective Range for any PAC Class, its supporting Classes may be retired earlier than that PAC Class, and its Weighted Average Life may be shortened, perhaps significantly.

### **Assumability**

Each Mortgage Loan may be assumed, subject to HUD review and approval, upon the sale of the related Mortgaged Property. See *“Yield, Maturity and Prepayment Considerations — Assumability of Government Loans” in the Base Offering Circular.*

### **Final Distribution Date**

The Final Distribution Date for each Class, which is set forth on the front cover of this Supplement or on Schedule I to this Supplement, is the latest date on which the related Class Principal Balance or Class Notional Balance will be reduced to zero.

- The actual retirement of any Class may occur earlier than its Final Distribution Date.
- According to the terms of the Ginnie Mae Guaranty, Ginnie Mae will guarantee payment in full of the Class Principal Balance of each Class of Securities no later than its Final Distribution Date.

### **Modeling Assumptions**

Unless otherwise indicated, the tables that follow have been prepared on the basis of the characteristics of the Underlying Certificates, the priorities of distributions on the Underlying Certificates and the following assumptions (the “Modeling Assumptions”), among others:

1. The Mortgage Loans underlying the Group 1, 2, 3 and 4 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 3 and 4

Trust Assets” in the Terms Sheet, except in the case of information set forth under the 0% PSA Prepayment Assumption Rate, for which each Mortgage Loan underlying a Group 1, 2, 3 or 4 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months and a Mortgage Rate of 1.50% per annum higher than the related Certificate Rate.

2. The Mortgage Loans prepay at the constant percentages of PSA (described below) shown in the related table.

3. Distributions on the Group 1, 2, 3, 4, 5 and 6 Securities are always received on the 20th day of the month, and distributions on the Group 7 Securities are always received on the 16th day of the month, in each case, whether or not a Business Day, commencing in April 2019.

4. A termination of the Trust or the Underlying Trusts does not occur.

5. The Closing Date for the Securities is March 29, 2019.

6. No expenses or fees are paid by the Trust other than the Trustee Fee, which is paid as described under “The Trust Assets — The Trustee Fee” in this Supplement.

7. Distributions on the Underlying Certificates are made as described in the related Underlying Certificate Disclosure Documents.

8. Each Class is held from the Closing Date and is not exchanged in whole or in part.

When reading the tables and the related text, investors should bear in mind that the Modeling Assumptions, like any other stated assumptions, are unlikely to be entirely consistent with actual experience.

- For example, most of the Mortgage Loans will not have the characteristics assumed, many Distribution Dates will occur on a Business Day after the 16th or 20th day of the month, as applicable, and the Trustee may cause a termination of the Trust as described under “Description of the Securities — Termination” in this Supplement.
- In addition, distributions on the Securities are based on Certificate Factors and Calculated Certificate Factors, as applicable, which may not reflect actual receipts on the Trust Assets.

See “Description of the Securities — Distributions” in the Base Offering Circular.

## Decrement Tables

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. The model used in this Supplement, Prepayment Speed Assumption (“PSA”), is the standard prepayment assumption model of The Securities Industry and Financial Markets Association. PSA represents an assumed rate of prepayment each month relative to the then outstanding principal balance of the Mortgage Loans to which the model is applied. See “Yield, Maturity and Prepayment Considerations — Standard Prepayment Assumption Models” in the Base Offering Circular.

The decrement tables set forth below are based on the assumption that the Mortgage Loans prepay at the indicated percentages of PSA (the “PSA Prepayment Assumption Rates”). As used in the tables, each of the PSA Prepayment Assumption Rates reflects a percentage of the 100% PSA assumed prepayment rate. **The Mortgage Loans will not prepay at any of the PSA Prepayment Assumption Rates, and the timing of changes in the rate of prepayments actually experienced on the Mortgage Loans will not follow the pattern described for the PSA assumption.**

The decrement tables set forth below illustrate the percentage of the Original Class Principal Balance (or, in the case of a Notional Class, the original Class Notional Balance) that would remain out-

standing following the distribution made each specified month for each Regular or MX Class, based on the assumption that the related Mortgage Loans prepay at the PSA Prepayment Assumption Rates. The percentages set forth in the following decrement tables have been rounded to the nearest whole percentage (including rounding down to zero).

The decrement tables also indicate the Weighted Average Life of each Class under each PSA Prepayment Assumption Rate. The Weighted Average Life of each Class is calculated by:

- (a) multiplying the net reduction, if any, of the Class Principal Balance (or the net reduction of the Class Notional Balance, in the case of a Notional Class) from one Distribution Date to the next Distribution Date by the number of years from the date of issuance thereof to the related Distribution Date,
- (b) summing the results, and
- (c) dividing the sum by the aggregate amount of the assumed net reductions in principal balance or notional balance, as applicable, referred to in clause (a).

The information shown for each Notional Class is for illustrative purposes only, as a Notional Class is not entitled to distributions of principal and has no Weighted Average Life. The Weighted Average Life shown for each Notional Class has been calculated on the assumption that a reduction in the Class Notional Balance thereof is a distribution of principal.

**The Weighted Average Lives are likely to vary, perhaps significantly, from those set forth in the tables below due to the differences between the actual characteristics of the Mortgage Loans underlying the related Trust Assets and the Modeling Assumptions.**

## Percentages of Original Class Principal (or Class Notional) Balances and Weighted Average Lives

Security Group 1 PSA Prepayment Assumption Rates																		
Distribution Date	Classes FA and SA						Class MT						Class TA					
	0%	100%	250%	458%	750%	1,000%	0%	100%	250%	458%	750%	1,000%	0%	100%	250%	458%	750%	1,000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
March 2020	99	97	94	90	84	80	100	100	100	100	100	100	100	99	96	92	88	81
March 2021	98	91	83	71	56	44	100	100	100	100	100	100	97	89	78	64	46	31
March 2022	96	84	69	51	31	18	100	100	100	100	100	100	95	80	62	39	14	0
March 2023	95	78	58	36	17	7	100	100	100	100	100	57	93	72	47	21	0	0
March 2024	94	72	48	26	9	3	100	100	100	100	82	0	92	65	35	8	0	0
March 2025	92	66	40	18	5	1	100	100	100	100	26	0	90	58	25	0	0	0
March 2026	90	61	33	13	3	0	100	100	100	100	0	0	87	51	17	0	0	0
March 2027	89	56	28	9	1	0	100	100	100	82	0	0	85	45	10	0	0	0
March 2028	87	51	23	7	1	0	100	100	100	45	0	0	83	39	4	0	0	0
March 2029	85	47	19	5	0	0	100	100	100	18	0	0	80	33	0	0	0	0
March 2030	83	43	16	3	0	0	100	100	100	0	0	0	77	28	0	0	0	0
March 2031	80	39	13	2	0	0	100	100	100	0	0	0	74	23	0	0	0	0
March 2032	78	35	11	2	0	0	100	100	92	0	0	0	71	19	0	0	0	0
March 2033	75	32	9	1	0	0	100	100	65	0	0	0	68	14	0	0	0	0
March 2034	73	29	7	1	0	0	100	100	42	0	0	0	64	10	0	0	0	0
March 2035	70	26	6	1	0	0	100	100	22	0	0	0	60	6	0	0	0	0
March 2036	66	23	5	0	0	0	100	100	6	0	0	0	56	3	0	0	0	0
March 2037	63	21	4	0	0	0	100	100	0	0	0	0	52	0	0	0	0	0
March 2038	59	18	3	0	0	0	100	100	0	0	0	0	47	0	0	0	0	0
March 2039	56	16	2	0	0	0	100	100	0	0	0	0	42	0	0	0	0	0
March 2040	52	14	2	0	0	0	100	100	0	0	0	0	37	0	0	0	0	0
March 2041	47	12	1	0	0	0	100	89	0	0	0	0	31	0	0	0	0	0
March 2042	43	10	1	0	0	0	100	62	0	0	0	0	25	0	0	0	0	0
March 2043	38	8	1	0	0	0	100	36	0	0	0	0	19	0	0	0	0	0
March 2044	32	6	1	0	0	0	100	12	0	0	0	0	12	0	0	0	0	0
March 2045	27	5	0	0	0	0	100	0	0	0	0	0	5	0	0	0	0	0
March 2046	21	3	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0
March 2047	14	2	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0
March 2048	7	1	0	0	0	0	12	0	0	0	0	0	0	0	0	0	0	0
March 2049	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	19.6	11.0	6.3	3.9	2.6	2.0	28.6	23.5	14.8	9.0	5.6	4.2	16.9	7.8	4.2	2.7	1.9	1.6

PSA Prepayment Assumption Rates																		
Distribution Date	Class TB						Class TC						Class TM					
	0%	100%	250%	458%	750%	1,000%	0%	100%	250%	458%	750%	1,000%	0%	100%	250%	458%	750%	1,000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
March 2020	99	96	93	89	83	77	99	97	94	90	84	79	100	100	100	100	100	100
March 2021	97	90	80	68	51	38	97	91	82	70	55	43	100	100	100	100	100	100
March 2022	96	82	66	45	23	8	96	84	68	50	29	15	100	100	100	100	100	82
March 2023	94	75	53	29	7	0	95	77	56	34	14	4	100	100	100	100	69	0
March 2024	92	68	42	17	0	0	93	71	47	24	6	0	100	100	100	100	0	0
March 2025	91	62	33	9	0	0	91	65	38	16	2	0	100	100	100	86	0	0
March 2026	89	56	25	3	0	0	90	59	31	10	0	0	100	100	100	27	0	0
March 2027	87	50	19	0	0	0	88	54	25	6	0	0	100	100	100	0	0	0
March 2028	84	45	14	0	0	0	86	49	20	3	0	0	100	100	100	0	0	0
March 2029	82	40	9	0	0	0	83	45	16	1	0	0	100	100	89	0	0	0
March 2030	80	36	5	0	0	0	81	40	13	0	0	0	100	100	52	0	0	0
March 2031	77	31	2	0	0	0	79	36	10	0	0	0	100	100	20	0	0	0
March 2032	74	27	0	0	0	0	76	33	7	0	0	0	100	100	0	0	0	0
March 2033	71	23	0	0	0	0	73	29	5	0	0	0	100	100	0	0	0	0
March 2034	68	19	0	0	0	0	70	26	3	0	0	0	100	100	0	0	0	0
March 2035	64	16	0	0	0	0	67	22	2	0	0	0	100	100	0	0	0	0
March 2036	61	13	0	0	0	0	64	19	0	0	0	0	100	100	0	0	0	0
March 2037	57	10	0	0	0	0	60	17	0	0	0	0	100	94	0	0	0	0
March 2038	53	7	0	0	0	0	56	14	0	0	0	0	100	66	0	0	0	0
March 2039	48	4	0	0	0	0	52	11	0	0	0	0	100	39	0	0	0	0
March 2040	43	1	0	0	0	0	48	9	0	0	0	0	100	14	0	0	0	0
March 2041	38	0	0	0	0	0	43	7	0	0	0	0	100	0	0	0	0	0
March 2042	33	0	0	0	0	0	38	5	0	0	0	0	100	0	0	0	0	0
March 2043	27	0	0	0	0	0	33	3	0	0	0	0	100	0	0	0	0	0
March 2044	21	0	0	0	0	0	27	1	0	0	0	0	100	0	0	0	0	0
March 2045	15	0	0	0	0	0	21	0	0	0	0	0	100	0	0	0	0	0
March 2046	8	0	0	0	0	0	15	0	0	0	0	0	77	0	0	0	0	0
March 2047	1	0	0	0	0	0	8	0	0	0	0	0	5	0	0	0	0	0
March 2048	0	0	0	0	0	0	1	0	0	0	0	0	0	0	0	0	0	0
March 2049	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	18.0	9.0	4.9	3.1	2.1	1.7	18.8	10.2	5.7	3.6	2.4	1.9	27.4	19.6	11.1	6.6	4.2	3.2

**Security Group 1  
PSA Prepayment Assumption Rates**

Distribution Date	Class TZ					
	0%	100%	250%	458%	750%	1,000%
Initial Percent	100	100	100	100	100	100
March 2020	104	104	104	104	104	104
March 2021	107	107	107	107	107	107
March 2022	111	111	111	111	111	111
March 2023	115	115	115	115	115	115
March 2024	119	119	119	119	119	117
March 2025	123	123	123	123	123	46
March 2026	128	128	128	128	112	18
March 2027	132	132	132	132	60	7
March 2028	137	137	137	137	32	3
March 2029	142	142	142	142	17	1
March 2030	147	147	147	140	9	0
March 2031	152	152	152	98	5	0
March 2032	158	158	158	69	3	0
March 2033	163	163	163	48	1	0
March 2034	169	169	169	33	1	0
March 2035	175	175	175	23	0	0
March 2036	181	181	181	16	0	0
March 2037	188	188	160	11	0	0
March 2038	194	194	128	7	0	0
March 2039	201	201	101	5	0	0
March 2040	208	208	79	3	0	0
March 2041	216	216	61	2	0	0
March 2042	223	223	46	1	0	0
March 2043	231	231	34	1	0	0
March 2044	240	240	25	1	0	0
March 2045	248	211	17	0	0	0
March 2046	257	150	11	0	0	0
March 2047	266	92	6	0	0	0
March 2048	276	38	2	0	0	0
March 2049	0	0	0	0	0	0
Weighted Average Life (years)	29.6	27.5	21.2	13.7	8.4	6.1

**Security Group 2  
PSA Prepayment Assumption Rates**

Distribution Date	Classes A, AB, AC, AD, AE and IA					Class AL					Classes G, GA, GB, GC, GD and GI				
	0%	100%	255%	450%	600%	0%	100%	255%	450%	600%	0%	100%	255%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
March 2020	99	92	83	71	62	100	100	100	100	100	99	91	81	69	59
March 2021	97	84	68	50	38	100	100	100	100	100	97	83	66	46	33
March 2022	96	77	56	35	23	100	100	100	100	100	96	75	52	30	17
March 2023	95	70	46	24	14	100	100	100	100	100	94	68	41	18	7
March 2024	93	64	37	17	8	100	100	100	100	100	92	61	32	10	0
March 2025	91	58	30	11	4	100	100	100	100	100	91	55	25	4	0
March 2026	89	53	25	7	2	100	100	100	100	100	89	49	18	0	0
March 2027	88	48	20	5	0	100	100	100	100	100	87	44	13	0	0
March 2028	86	43	16	3	0	100	100	100	100	76	84	38	9	0	0
March 2029	83	39	12	1	0	100	100	100	100	46	82	34	5	0	0
March 2030	81	34	10	0	0	100	100	100	100	28	80	29	2	0	0
March 2031	79	30	7	0	0	100	100	100	83	17	77	25	0	0	0
March 2032	76	27	6	0	0	100	100	100	57	10	74	21	0	0	0
March 2033	73	23	4	0	0	100	100	100	39	6	71	17	0	0	0
March 2034	71	20	3	0	0	100	100	100	27	4	68	14	0	0	0
March 2035	67	17	2	0	0	100	100	100	18	2	65	11	0	0	0
March 2036	64	15	1	0	0	100	100	100	12	1	61	8	0	0	0
March 2037	61	12	0	0	0	100	100	100	8	1	58	5	0	0	0
March 2038	57	10	0	0	0	100	100	84	5	0	54	2	0	0	0
March 2039	53	7	0	0	0	100	100	61	3	0	49	0	0	0	0
March 2040	49	5	0	0	0	100	100	43	2	0	45	0	0	0	0
March 2041	45	3	0	0	0	100	100	28	1	0	40	0	0	0	0
March 2042	40	1	0	0	0	100	100	16	1	0	35	0	0	0	0
March 2043	35	0	0	0	0	100	90	7	0	0	30	0	0	0	0
March 2044	30	0	0	0	0	100	7	0	0	0	24	0	0	0	0
March 2045	24	0	0	0	0	100	0	0	0	0	18	0	0	0	0
March 2046	18	0	0	0	0	100	0	0	0	0	12	0	0	0	0
March 2047	12	0	0	0	0	100	0	0	0	0	5	0	0	0	0
March 2048	5	0	0	0	0	100	0	0	0	0	0	0	0	0	0
March 2049	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	19.1	8.9	4.8	2.7	2.0	29.9	24.5	20.9	14.1	10.5	18.3	7.8	4.0	2.3	1.6

**Security Group 2  
PSA Prepayment Assumption Rates**

Distribution Date	Classes GF and GS					Class L					Class LA				
	0%	100%	255%	450%	600%	0%	100%	255%	450%	600%	0%	100%	255%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
March 2020	99	92	83	71	63	100	100	100	100	100	100	100	100	100	100
March 2021	97	85	69	51	39	100	100	100	100	100	100	100	100	100	100
March 2022	96	78	57	36	24	100	100	100	100	100	100	100	100	100	100
March 2023	95	71	47	26	15	100	100	100	100	100	100	100	100	100	100
March 2024	93	65	39	18	9	100	100	100	100	100	100	100	100	100	100
March 2025	91	59	32	13	6	100	100	100	100	64	100	100	100	100	55
March 2026	90	54	26	9	4	100	100	100	100	40	100	100	100	100	25
March 2027	88	49	21	6	2	100	100	100	71	25	100	100	100	63	6
March 2028	86	44	17	5	1	100	100	100	49	15	100	100	100	37	0
March 2029	84	40	14	3	1	100	100	100	35	9	100	100	100	18	0
March 2030	81	36	11	2	1	100	100	100	24	6	100	100	100	5	0
March 2031	79	32	9	2	0	100	100	99	17	3	100	100	99	0	0
March 2032	77	28	7	1	0	100	100	79	12	2	100	100	74	0	0
March 2033	74	25	6	1	0	100	100	63	8	1	100	100	54	0	0
March 2034	71	22	5	0	0	100	100	50	5	1	100	100	37	0	0
March 2035	68	19	4	0	0	100	100	39	4	0	100	100	23	0	0
March 2036	65	16	3	0	0	100	100	30	2	0	100	100	12	0	0
March 2037	61	14	2	0	0	100	100	23	2	0	100	100	3	0	0
March 2038	58	11	2	0	0	100	100	17	1	0	100	100	0	0	0
March 2039	54	9	1	0	0	100	98	12	1	0	100	98	0	0	0
March 2040	50	7	1	0	0	100	76	9	0	0	100	70	0	0	0
March 2041	46	5	1	0	0	100	55	6	0	0	100	44	0	0	0
March 2042	41	3	0	0	0	100	36	3	0	0	100	20	0	0	0
March 2043	36	2	0	0	0	100	18	1	0	0	100	0	0	0	0
March 2044	31	0	0	0	0	100	1	0	0	0	100	0	0	0	0
March 2045	26	0	0	0	0	100	0	0	0	0	100	0	0	0	0
March 2046	20	0	0	0	0	100	0	0	0	0	100	0	0	0	0
March 2047	14	0	0	0	0	100	0	0	0	0	100	0	0	0	0
March 2048	7	0	0	0	0	76	0	0	0	0	70	0	0	0	0
March 2049	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	19.3	9.1	5.0	3.0	2.1	29.4	22.4	15.8	9.8	7.2	29.2	21.8	14.5	8.7	6.3

**Security Group 3  
PSA Prepayment Assumption Rates**

Distribution Date	Class EF					Class ES					Class HS				
	0%	100%	383%	600%	800%	0%	100%	383%	600%	800%	0%	100%	383%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
March 2020	99	97	92	88	85	99	97	92	88	85	99	97	92	88	85
March 2021	97	91	76	65	56	97	91	76	65	56	97	91	76	65	56
March 2022	96	84	58	42	29	96	84	58	42	29	96	84	58	42	29
March 2023	95	78	44	26	15	95	78	44	26	15	95	78	44	26	15
March 2024	93	72	33	16	8	93	72	33	16	8	93	72	33	16	8
March 2025	91	66	25	10	4	91	66	25	10	4	91	66	25	10	4
March 2026	90	61	19	6	2	90	61	19	6	2	90	61	19	6	2
March 2027	88	56	14	4	1	88	56	14	4	1	88	56	14	4	1
March 2028	86	51	11	2	1	86	51	11	2	1	86	51	11	2	1
March 2029	84	46	8	2	0	84	46	8	2	0	84	46	8	2	0
March 2030	81	42	6	1	0	81	42	6	1	0	81	42	6	1	0
March 2031	79	38	4	1	0	79	38	4	1	0	79	38	4	1	0
March 2032	77	35	3	0	0	77	35	3	0	0	77	35	3	0	0
March 2033	74	31	2	0	0	74	31	2	0	0	74	31	2	0	0
March 2034	71	28	2	0	0	71	28	2	0	0	71	28	2	0	0
March 2035	68	25	1	0	0	68	25	1	0	0	68	25	1	0	0
March 2036	65	22	1	0	0	65	22	1	0	0	65	22	1	0	0
March 2037	61	20	1	0	0	61	20	1	0	0	61	20	1	0	0
March 2038	58	17	0	0	0	58	17	0	0	0	58	17	0	0	0
March 2039	54	15	0	0	0	54	15	0	0	0	54	15	0	0	0
March 2040	50	13	0	0	0	50	13	0	0	0	50	13	0	0	0
March 2041	46	11	0	0	0	46	11	0	0	0	46	11	0	0	0
March 2042	41	9	0	0	0	41	9	0	0	0	41	9	0	0	0
March 2043	36	8	0	0	0	36	8	0	0	0	36	8	0	0	0
March 2044	31	6	0	0	0	31	6	0	0	0	31	6	0	0	0
March 2045	26	5	0	0	0	26	5	0	0	0	26	5	0	0	0
March 2046	20	3	0	0	0	20	3	0	0	0	20	3	0	0	0
March 2047	14	2	0	0	0	14	2	0	0	0	14	2	0	0	0
March 2048	7	1	0	0	0	7	1	0	0	0	7	1	0	0	0
March 2049	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	19.3	10.9	4.5	3.2	2.5	19.3	10.9	4.5	3.2	2.5	19.3	10.9	4.5	3.2	2.5





**Security Group 5  
PSA Prepayment Assumption Rates**

<u>Distribution Date</u>	<u>Class D</u>				
	<u>0%</u>	<u>100%</u>	<u>318%</u>	<u>500%</u>	<u>700%</u>
Initial Percent .....	100	100	100	100	100
March 2020 .....	97	89	73	59	44
March 2021 .....	93	79	51	31	12
March 2022 .....	90	70	34	11	0
March 2023 .....	86	61	20	1	0
March 2024 .....	83	53	9	0	0
March 2025 .....	79	45	2	0	0
March 2026 .....	75	38	0	0	0
March 2027 .....	71	31	0	0	0
March 2028 .....	66	25	0	0	0
March 2029 .....	62	20	0	0	0
March 2030 .....	57	14	0	0	0
March 2031 .....	53	9	0	0	0
March 2032 .....	48	5	0	0	0
March 2033 .....	43	2	0	0	0
March 2034 .....	37	1	0	0	0
March 2035 .....	32	0	0	0	0
March 2036 .....	26	0	0	0	0
March 2037 .....	20	0	0	0	0
March 2038 .....	14	0	0	0	0
March 2039 .....	8	0	0	0	0
March 2040 .....	2	0	0	0	0
March 2041 .....	0	0	0	0	0
March 2042 .....	0	0	0	0	0
March 2043 .....	0	0	0	0	0
March 2044 .....	0	0	0	0	0
Weighted Average Life (years) .....	11.9	5.9	2.4	1.5	1.0

**Security Group 6  
PSA Prepayment Assumption Rates**

<u>Distribution Date</u>	<u>Class EB</u>				
	<u>0%</u>	<u>100%</u>	<u>276%</u>	<u>450%</u>	<u>600%</u>
Initial Percent .....	100	100	100	100	100
March 2020 .....	97	91	81	74	64
March 2021 .....	95	81	63	46	31
March 2022 .....	92	72	48	26	12
March 2023 .....	89	63	35	13	7
March 2024 .....	86	55	24	9	4
March 2025 .....	83	48	15	6	3
March 2026 .....	79	41	11	4	1
March 2027 .....	76	34	9	3	1
March 2028 .....	72	28	7	2	0
March 2029 .....	68	22	6	1	0
March 2030 .....	64	17	4	1	0
March 2031 .....	60	11	3	0	0
March 2032 .....	56	7	3	0	0
March 2033 .....	52	3	2	0	0
March 2034 .....	47	2	2	0	0
March 2035 .....	42	1	1	0	0
March 2036 .....	37	1	1	0	0
March 2037 .....	31	0	0	0	0
March 2038 .....	26	0	0	0	0
March 2039 .....	20	0	0	0	0
March 2040 .....	14	0	0	0	0
March 2041 .....	7	0	0	0	0
March 2042 .....	1	0	0	0	0
March 2043 .....	0	0	0	0	0
March 2044 .....	0	0	0	0	0
March 2045 .....	0	0	0	0	0
March 2046 .....	0	0	0	0	0
March 2047 .....	0	0	0	0	0
March 2048 .....	0	0	0	0	0
Weighted Average Life (years) .....	13.5	6.3	3.6	2.3	1.7

**Security Group 7  
PSA Prepayment Assumption Rates**

Distribution Date	Class SE					Class TI				
	0%	100%	318%	500%	700%	0%	100%	318%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100
March 2020	94	88	76	66	54	93	88	76	65	54
March 2021	87	77	57	43	29	86	76	56	42	29
March 2022	79	66	42	27	16	79	65	42	27	15
March 2023	72	56	31	17	8	70	55	30	17	8
March 2024	63	47	22	11	4	62	45	22	10	4
March 2025	55	38	15	6	2	53	37	15	6	2
March 2026	46	30	10	4	1	44	28	10	4	1
March 2027	36	22	7	2	0	34	20	6	2	0
March 2028	26	15	4	1	0	24	14	4	1	0
March 2029	17	9	2	0	0	15	8	2	0	0
March 2030	8	4	1	0	0	5	3	1	0	0
March 2031	2	1	0	0	0	1	0	0	0	0
March 2032	1	0	0	0	0	0	0	0	0	0
March 2033	1	0	0	0	0	0	0	0	0	0
March 2034	0	0	0	0	0	0	0	0	0	0
March 2035	0	0	0	0	0	0	0	0	0	0
March 2036	0	0	0	0	0	0	0	0	0	0
March 2037	0	0	0	0	0	0	0	0	0	0
March 2038	0	0	0	0	0	0	0	0	0	0
March 2039	0	0	0	0	0	0	0	0	0	0
March 2040	0	0	0	0	0	0	0	0	0	0
March 2041	0	0	0	0	0	0	0	0	0	0
March 2042	0	0	0	0	0	0	0	0	0	0
March 2043	0	0	0	0	0	0	0	0	0	0
March 2044	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	6.4	5.0	3.2	2.2	1.6	6.2	4.9	3.1	2.2	1.6

**Yield Considerations**

An investor seeking to maximize yield should make a decision whether to invest in any Regular or MX Class based on the anticipated yield of that Class resulting from its purchase price, the investor's own projection of Mortgage Loan prepayment rates under a variety of scenarios, in the case of the Group 5, 6 and 7 Securities, the investor's own projection of payment rates on the Underlying Certificates under a variety of scenarios and, in the case of a Floating Rate or an Inverse Floating Rate Class or the Class TI Securities, the investor's own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates, LIBOR levels or the yield of any Class.**

*Prepayments: Effect on Yields*

The yields to investors will be sensitive in varying degrees to the rate of prepayments on the related Mortgage Loans.

- In the case of Regular Securities or MX Securities purchased at a premium (especially the Interest Only Classes), faster than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.
- Investors in the Interest Only Classes should also consider the risk that rapid rates of principal payments could result in the failure of investors to recover fully their investments.
- In the case of Regular Securities or MX Securities purchased at a discount, slower than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.

See "Risk Factors — Rates of principal payments can reduce your yield" in this Supplement.

Rapid rates of prepayments on the Mortgage Loans are likely to coincide with periods of low prevailing interest rates.

During periods of low prevailing interest rates, the yields at which an investor may be able to reinvest amounts received as principal payments on the investor's Class of Securities may be lower than the yield on that Class.

Slow rates of prepayments on the Mortgage Loans are likely to coincide with periods of high prevailing interest rates.

During periods of high prevailing interest rates, the amount of principal payments available to an investor for reinvestment at those high rates may be relatively low.

The Mortgage Loans will not prepay at any constant rate until maturity, nor will all of the Mortgage Loans underlying any Trust Asset Group prepay at the same rate at any one time. The timing of changes in the rate of prepayments may affect the actual yield to an investor, even if the average rate of principal prepayments is consistent with the investor's expectation. In general, the earlier a prepayment of principal on the Mortgage Loans, the greater the effect on an investor's yield. As a result, the effect on an investor's yield of principal prepayments occurring at a rate higher (or lower) than the rate anticipated by the investor during the period immediately following the Closing Date is not likely to be offset by a later equivalent reduction (or increase) in the rate of principal prepayments.

*LIBOR: Effect on Yields of the Floating Rate and Inverse Floating Rate Classes and the Class TI Securities*

Low levels of LIBOR can reduce the yield of the Floating Rate Classes. High levels of LIBOR can reduce the yield of the Inverse Floating Rate Classes and under certain circumstances, the Class TI Securities. In addition, the Floating Rate Classes will not necessarily benefit from a higher yield at high levels of LIBOR because the rate on such Classes is capped at a maximum rate described under "Terms Sheet — Interest Rates."

*Payment Delay: Effect on Yields of the Fixed Rate Classes*

The effective yield on any Fixed Rate Class will be less than the yield otherwise produced by its Interest Rate and purchase price because, on each Distribution Date, 30 days' interest will be payable on (or added to the principal amount of) that Class even though interest began to accrue approximately 50 days earlier.

## **Yield Tables**

The following tables show the pre-tax yields to maturity on a corporate bond equivalent basis of specified Classes at various constant percentages of PSA and, in the case of the Inverse Floating Rate Classes and the Class TI Securities, at various constant levels of LIBOR.

The Mortgage Loans will not prepay at any constant rate until maturity, and it is unlikely that LIBOR will remain constant. Moreover, it is likely that the Mortgage Loans will experience actual prepayment rates that differ from those of the Modeling Assumptions. **Therefore, the actual pre-tax yield of any Class may differ from those shown in the applicable table below for that Class even if the Class is purchased at the assumed price shown.**

The yields were calculated by

1. determining the monthly discount rates that, when applied to the applicable assumed streams of cash flows to be paid on the applicable Class, would cause the discounted present value of the assumed streams of cash flows to equal the assumed purchase price of that Class plus accrued interest, and
2. converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations that may occur in the interest rates at which investors may be able to reinvest funds received by them as distributions on their Securities and consequently do not purport to reflect the return on any investment in any Class when those reinvestment rates are considered.

The information set forth in the following tables was prepared on the basis of the Modeling Assumptions and the assumptions that (1) the Interest Rate applicable to each Inverse Floating Rate Class and the Class TI Securities for each Accrual Period following the first Accrual Period will be based on the indicated level of LIBOR and (2) the purchase price of each Class (expressed as a percentage of its original Class Notional Balance) plus accrued interest is as indicated in the related table. **The assumed purchase price is not necessarily that at which actual sales will occur.**

### SECURITY GROUP 1

#### Sensitivity of Class SA to Prepayments

Assumed Price 11.7421875%\*

LIBOR	PSA Prepayment Assumption Rates				
	100%	250%	458%	750%	1,000%
1.0000% . . . . .	39.3%	31.6%	20.7%	4.7%	(9.6)%
2.4790% . . . . .	24.7%	16.7%	5.2%	(11.7)%	(27.0)%
4.2395% . . . . .	7.5%	(1.0)%	(13.3)%	(31.9)%	(49.1)%
6.0000% and above . .	**	**	**	**	**

### SECURITY GROUP 2

#### Sensitivity of Class GI to Prepayments

Assumed Price 14.0625%\*

PSA Prepayment Assumption Rates				
100%	255%	322%	450%	600%
22.2%	7.5%	0.1%	(15.8)%	(36.9)%

#### Sensitivity of Class GS to Prepayments

Assumed Price 13.5%\*

LIBOR	PSA Prepayment Assumption Rates			
	100%	255%	450%	600%
1.00000% . . . . .	30.1%	18.7%	3.3%	(9.3)%
2.48925% . . . . .	17.9%	7.0%	(7.6)%	(19.6)%
4.26963% . . . . .	2.9%	(7.3)%	(20.9)%	(32.2)%
6.05000% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class IA to Prepayments**  
**Assumed Price 16.25%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>255%</u>	<u>338%</u>	<u>450%</u>	<u>600%</u>
18.7%	7.0%	0.0%	(10.2)%	(25.8)%

**SECURITY GROUP 3**

**Sensitivity of Class ES to Prepayments**  
**Assumed Price 5.66015625%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>100%</u>	<u>383%</u>	<u>600%</u>	<u>800%</u>
1.00000% .....	46.9%	33.2%	22.3%	12.0%
2.49275% .....	16.5%	1.0%	(11.4)%	(23.4)%
3.14138% .....	3.0%	(13.2)%	(26.6)%	(39.8)%
3.79000% and above .....	**	**	**	**

**Sensitivity of Class HS to Prepayments**  
**Assumed Price 5.660156%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>100%</u>	<u>383%</u>	<u>600%</u>	<u>800%</u>
1.00000% .....	46.9%	33.2%	22.3%	12.0%
2.49275% .....	16.5%	1.0%	(11.4)%	(23.4)%
3.14138% .....	3.0%	(13.2)%	(26.6)%	(39.8)%
3.79000% and above .....	**	**	**	**

**SECURITY GROUP 4**

**Sensitivity of Class BI to Prepayments**  
**Assumed Price 19.375%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>125%</u>	<u>170%</u>	<u>200%</u>	<u>302%</u>	<u>400%</u>
6.7%	6.7%	6.7%	0.0%	(7.8)%

**Sensitivity of Class DI to Prepayments**  
**Assumed Price 17.96875%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>125%</u>	<u>170%</u>	<u>200%</u>	<u>294%</u>	<u>400%</u>
7.0%	7.0%	7.0%	0.0%	(9.8)%

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class SM to Prepayments  
Assumed Price 16.5%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>125%</u>	<u>170%</u>	<u>200%</u>	<u>400%</u>
1.000% .....	22.1%	19.3%	17.5%	4.6%
2.492% .....	12.0%	9.3%	7.4%	(5.4)%
4.246% .....	(0.3)%	(3.0)%	(4.9)%	(17.6)%
6.000% and above .....	**	**	**	**

**SECURITY GROUP 7**

**Sensitivity of Class SE to Prepayments  
Assumed Price 13.75%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>318%</u>	<u>500%</u>	<u>700%</u>
1.00000% .....	22.1%	6.4%	(7.8)%	(24.7)%
2.48175% .....	8.9%	(5.9)%	(19.3)%	(35.2)%
4.31588% .....	(9.5)%	(23.1)%	(35.3)%	(50.0)%
6.15000% and above .....	**	**	**	**

**Sensitivity of Class TI to Prepayments  
Assumed Price 0.640625%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>318%</u>	<u>500%</u>	<u>700%</u>
6.15% and below .....	12.5%	(2.6)%	(16.1)%	(32.4)%
6.35% .....	(16.9)%	(30.0)%	(41.8)%	(55.9)%
6.55% and above .....	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**CERTAIN UNITED STATES FEDERAL INCOME TAX CONSEQUENCES**

The following tax discussion, when read in conjunction with the discussion of “Certain United States Federal Income Tax Consequences” in the Base Offering Circular, describes the material United States federal income tax considerations for investors in the Securities. However, these two tax discussions do not purport to deal with all United States federal tax consequences applicable to all categories of investors, some of which may be subject to special rules.

**REMIC Election**

In the opinion of Cleary Gottlieb Steen & Hamilton LLP, the Trust will constitute a Single REMIC Series for United States federal income tax purposes.

**Regular Securities**

The Regular Securities will be treated as debt instruments issued by the Trust REMIC for United States federal income tax purposes. Income on the Regular Securities must be reported under an accrual method of accounting.

The Notional and Accrual Classes of Regular Securities will be issued with original issue discount (“OID”), and certain other Classes of Regular Securities may be issued with OID. See “*Certain United States Federal Income Tax Consequences — Tax Treatment of Regular Securities — Original Issue Discount,*” “*— Variable Rate Securities*” and “*— Interest Weighted Securities and Non-VRDI Securities*” in the Base Offering Circular.

The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the Regular Securities (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement) is as follows:

<u>Group(s)</u>	<u>PSA</u>
1	458%
2	255%
3	383%
4	170%
5 and 7	318%
6	276%

In the case of the Floating Rate Classes, the interest rate values to be used for these determinations are the initial Interest Rates as set forth in the Terms Sheet under “Interest Rates.” No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying any Group of Trust Assets actually will occur or the level of LIBOR at any time after the date of this Supplement. See “*Certain United States Federal Income Tax Consequences*” in the Base Offering Circular.

The Regular Securities generally will be treated as “regular interests” in a REMIC for domestic building and loan associations and “real estate assets” for real estate investment trusts (“REITs”) as described in “*Certain United States Federal Income Tax Consequences*” in the Base Offering Circular. Similarly, interest on the Regular Securities will be considered “interest on obligations secured by mortgages on real property” for REITs as described in “*Certain United States Federal Income Tax Consequences*” in the Base Offering Circular.

A Holder of Regular Securities that uses an accrual method of accounting for tax purposes generally will be required to include certain amounts in income no later than the time such amounts are reflected on certain financial statements. The application of this rule thus may require the accrual of income earlier than would be the case under the general tax rules described under “*Certain United States Federal Income Tax Consequences — Tax Treatment of Regular Securities*” in the Base Offering Circular, although the precise application of this rule is unclear at this time. This rule generally will be effective for Regular Securities issued with original issue discount, for tax years beginning after December 31, 2018. The Service issued Notice 2018-80 stating its intention to issue regulations that would exclude market discount from this rule. Prospective investors in Regular Securities that use an accrual method of accounting for tax purposes are urged to consult with their tax advisors regarding the potential applicability of this legislation to their particular situation.

### **Residual Securities**

The Class R Securities will represent the beneficial ownership of the Residual Interest in the Trust REMIC. The Residual Securities, *i.e.*, the Class R Securities, generally will be treated as “residual interests” in a REMIC for domestic building and loan associations and as “real estate assets” for REITs, as described in “*Certain United States Federal Income Tax Consequences*” in the Base Offering Circular, but will not be treated as debt for United States federal income tax purposes. Instead, the Holders of the Residual Securities will be required to report, and will be taxed on, their pro rata shares of the taxable



income or loss of the Trust REMIC, and these requirements will continue until there are no Securities of any Class outstanding. Thus, Residual Holders will have taxable income attributable to the Residual Securities even though they will not receive principal or interest distributions with respect to the Residual Securities, which could result in a negative after-tax return for the Residual Holders. Even though the Holders of the Residual Securities are not entitled to any stated principal or interest payments on the Residual Securities, the Trust REMIC may have substantial taxable income in certain periods, and offsetting tax losses may not occur until much later periods. Accordingly, the Holders of the Residual Securities may experience substantial adverse tax timing consequences. Prospective investors are urged to consult their own tax advisors and consider the after-tax effect of ownership of the Residual Securities and the suitability of the Residual Securities to their investment objectives.

Prospective Holders of Residual Securities should be aware that, at issuance, based on the expected prices of the Regular and Residual Securities and the prepayment assumption described above, the residual interests represented by the Residual Securities will be treated as “noneconomic residual interests” as that term is defined in Treasury regulations.

OID accruals on the Underlying Certificates will be computed using the same prepayment assumption as set forth under “Certain United States Federal Income Tax Consequences — Regular Securities” in this Supplement.

An individual, trust or estate that holds Residual Securities (directly or indirectly through a grantor trust, a partnership, an S corporation, a common trust fund, or a nonpublicly offered RIC) generally will not be eligible to deduct its allocable share of the Trust REMIC’s fees or expenses under Section 212 of the Code for any taxable year beginning before January 1, 2026. Prospective investors in Residual Securities are urged to consult with their tax advisors regarding the potential applicability of this legislation to their particular situation.

### **MX Securities**

For a discussion of certain United States federal income tax consequences applicable to the MX Classes, see “*Certain United States Federal Income Tax Consequences — Tax Treatment of MX Securities*”, “*— Exchanges of MX Classes and Regular Classes*” and “*— Taxation of Foreign Holders of REMIC Securities and MX Securities*” in the Base Offering Circular.

In the case of certain Holders of MX Securities that use an accrual method of accounting, these tax consequences are modified by newly enacted legislation as described above for a Holder of Regular Securities. Prospective investors in MX Securities that use an accrual method of accounting for tax purposes are urged to consult with their tax advisors regarding the potential applicability of this legislation to their particular situation.

### **Foreign Account Tax Compliance Act**

The Service has issued proposed regulations, on which taxpayers may rely, that exclude gross proceeds from the sale or other disposition of Regular or MX Securities from the application of the withholding tax imposed under FATCA and related administrative guidance. For a discussion of FATCA, see “*Certain United States Federal Income Tax Consequences — Taxation of Foreign Holders of REMIC Securities and MX Securities*” in the Base Offering Circular.

**Investors should consult their own tax advisors in determining the United States federal, state, local, foreign and any other tax consequences to them of the purchase, ownership and disposition of the Securities.**

## ERISA MATTERS

Ginnie Mae guarantees distributions of principal and interest with respect to the Securities. The Ginnie Mae Guaranty is supported by the full faith and credit of the United States of America. The Regular and MX Securities will qualify as “guaranteed governmental mortgage pool certificates” within the meaning of a Department of Labor regulation, the effect of which is to provide that mortgage loans and participations therein underlying a “guaranteed governmental mortgage pool certificate” will not be considered assets of an employee benefit plan subject to the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), or subject to section 4975 of the Code (each, a “Plan”), solely by reason of the Plan’s purchase and holding of that certificate.

Governmental plans and certain church plans, while not subject to the fiduciary responsibility provisions of ERISA or the prohibited transaction provisions of ERISA and the Code, may nevertheless be subject to local, state or other federal laws that are substantially similar to the foregoing provisions of ERISA and the Code.

Fiduciaries of any such plans should consult with their counsel before purchasing any of the Securities. In addition, because the Sponsor or the Co-Sponsor or any of their respective affiliates may receive certain benefits in connection with the sale or holding of the Regular or MX Securities, the purchase of the Regular or MX Securities using Plan assets over which any of these parties or their affiliates has discretionary authority or control, or renders “investment advice” (within the meaning of a Department of Labor regulation) for a fee with respect to the assets of a Plan, or is the employer or other sponsor of the Plan, might be deemed to be a violation of a provision of Title I of ERISA or Section 4975 of the Code. Accordingly, the Regular or MX Securities may not be purchased using the assets of any Plan if the Sponsor or the Co-Sponsor or any of their respective affiliates has discretionary authority or control or renders investment advice for a fee with respect to the assets of the Plan, or is the employer or other sponsor of the Plan, unless an applicable prohibited transaction exemption is available to cover the purchase or holding of the Regular or MX Securities or the transaction is not otherwise prohibited.

**Prospective Plan Investors should consult with their advisors, however, to determine whether the purchase, holding or resale of a Security could give rise to a transaction that is prohibited or is not otherwise permissible under either ERISA or the Code.**

*See “ERISA Considerations” in the Base Offering Circular.*

The Residual Securities are not offered to, and may not be transferred to, a Plan Investor.

## LEGAL INVESTMENT CONSIDERATIONS

Institutions whose investment activities are subject to legal investment laws and regulations or to review by certain regulatory authorities may be subject to restrictions on investment in the Securities. **No representation is made about the proper characterization of any Class for legal investment or other purposes, or about the permissibility of the purchase by particular investors of any Class under applicable legal investment restrictions.**

**Investors should consult their own legal advisors regarding applicable investment restrictions and the effect of any restrictions on the liquidity of the Securities prior to investing in the Securities.**

*See “Legal Investment Considerations” in the Base Offering Circular.*

## **PLAN OF DISTRIBUTION**

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer the Regular and MX Classes to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest from (1) March 1, 2019 on the Fixed Rate Classes, (2) March 20, 2019 on the Group 1, 2, 3 and 4 Floating Rate and Inverse Floating Rate Classes and (3) March 16, 2019 on the Group 7 Inverse Floating Rate and Weighted Average Coupon Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

## **INCREASE IN SIZE**

Before the Closing Date, Ginnie Mae, the Trustee and the Sponsor may agree to increase the size of this offering. In that event, the Securities will have the same characteristics as described in this Supplement, except that (1) the Original Class Principal Balance (or original Class Notional Balance) and (2) the Scheduled Principal Balances or Aggregate Scheduled Principal Balances of each Class receiving principal distributions or interest distributions based upon a notional balance from the same Trust Asset Group will increase by the same proportion. The Trust Agreement, the Final Data Statement, the Final Schedules and the Supplemental Statement, if any, will reflect any increase in the size of the transaction.

## **LEGAL MATTERS**

Certain legal matters will be passed upon for Ginnie Mae by Hunton Andrews Kurth LLP, for the Trust by Cleary Gottlieb Steen & Hamilton LLP and Marcell Solomon & Associates, P.C., and for the Trustee by Nixon Peabody LLP.

Schedule I

Available Combinations(1)

Class	REMIC Securities		MX Securities					
	Original Class Principal Balance	Related MX Class	Maximum Original Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 1</b>								
Combination 1								
TA	\$140,168,000	TB	\$156,196,000	SEQ/AD	3.50%	FIX	38381RK99	April 2047
TM	16,028,000							
Combination 2								
MT	\$ 13,073,000	TC	\$169,269,000	SEQ/AD	3.50%	FIX	38381RL23	May 2048
TA	140,168,000							
TM	16,028,000							
<b>Security Group 2</b>								
Combination 3(5)								
G	\$145,352,000	A	\$157,065,000	SEQ	4.00%	FIX	38381RL31	December 2048
LA	11,713,000	AB	157,065,000	SEQ	3.25	FIX	38381RL49	December 2048
		AC	157,065,000	SEQ	3.50	FIX	38381RL56	December 2048
		AD	157,065,000	SEQ	3.75	FIX	38381RL64	December 2048
		AE	157,065,000	SEQ	3.00	FIX	38381RL72	December 2048
		IA	34,903,333	NTL(SEQ)	4.50	FIX/IO	38381RL80	December 2048
Combination 4(5)								
G	\$145,352,000	GA	\$145,352,000	SEQ	3.00%	FIX	38381RL98	December 2047
		GB	145,352,000	SEQ	3.25	FIX	38381RM22	December 2047
		GC	145,352,000	SEQ	3.50	FIX	38381RM30	December 2047
		GD	145,352,000	SEQ	3.75	FIX	38381RM48	December 2047
		GI	32,300,444	NTL(SEQ)	4.50	FIX/IO	38381RM55	December 2047
Combination 5								
AL	\$ 2,935,000	L	\$ 14,648,000	SEQ	4.00%	FIX	38381RM63	March 2049
LA	11,713,000							

## REMIC Securities

## MX Securities

Class	REMIC Securities		MX Securities					
	Original Class Principal Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 4</b>								
Combination 6(5)								
C	\$107,136,000	DA	\$107,136,000	PAC I/AD	3.00%	FIX	38381RK24	April 2047
		DB	107,136,000	PAC I/AD	3.25	FIX	38381RK32	April 2047
		DI	13,392,000	NTL(PAC I/AD)	4.00	FIX/IO	38381RK40	April 2047
Combination 7(5)								
C	\$107,136,000	B	\$113,572,000	PAC I/AD	3.50%	FIX	38381RK57	January 2048
MD	6,436,000	BA	113,572,000	PAC I/AD	3.00	FIX	38381RK65	January 2048
		BC	113,572,000	PAC I/AD	3.25	FIX	38381RK73	January 2048
		BI	14,196,500	NTL(PAC I/AD)	4.00	FIX/IO	38381RK81	January 2048

(1) All exchanges must comply with minimum denomination restrictions.

(2) The amount shown for each MX Class represents the maximum Original Class Principal Balance (or original Class Notional Balance) of that Class, assuming it were to be issued on the Closing Date.

(3) As defined under “Class Types” in Appendix I to the Base Offering Circular.

(4) See “Yield, Maturity and Prepayment Considerations — Final Distribution Date” in this Supplement.

(5) In the case of Combinations 3, 4, 6 and 7, various subcombinations are permitted. See “Description of the Securities — Modification and Exchange” in the Base Offering Circular for a discussion of subcombinations.

## SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
Initial Balance .....	\$117,601,706.00	\$4,534,000.00
April 2019 .....	117,058,429.31	4,491,538.52
May 2019 .....	116,486,946.55	4,445,796.54
June 2019 .....	115,887,546.78	4,396,831.58
July 2019 .....	115,260,537.05	4,344,705.64
August 2019 .....	114,606,242.18	4,289,485.11
September 2019 .....	113,925,004.47	4,231,240.70
October 2019 .....	113,217,183.43	4,170,047.35
November 2019 .....	112,483,155.45	4,105,984.12
December 2019 .....	111,723,313.53	4,039,134.02
January 2020 .....	110,938,066.85	3,969,584.01
February 2020 .....	110,127,840.52	3,897,424.73
March 2020 .....	109,293,075.08	3,822,750.54
April 2020 .....	108,434,226.21	3,745,659.18
May 2020 .....	107,551,764.27	3,666,251.77
June 2020 .....	106,646,173.86	3,584,632.63
July 2020 .....	105,717,953.41	3,500,909.08
August 2020 .....	104,767,614.70	3,415,191.31
September 2020 .....	103,795,682.38	3,327,592.20
October 2020 .....	102,802,693.53	3,238,227.14
November 2020 .....	101,816,667.32	3,150,464.74
December 2020 .....	100,837,557.19	3,064,286.71
January 2021 .....	99,865,316.88	2,979,674.96
February 2021 .....	98,899,900.42	2,896,611.56
March 2021 .....	97,941,262.16	2,815,078.75
April 2021 .....	96,989,356.73	2,735,058.98
May 2021 .....	96,044,139.09	2,656,534.80
June 2021 .....	95,105,564.45	2,579,488.99
July 2021 .....	94,173,588.36	2,503,904.46
August 2021 .....	93,248,166.63	2,429,764.31
September 2021 .....	92,329,255.37	2,357,051.79
October 2021 .....	91,416,810.99	2,285,750.29
November 2021 .....	90,510,790.17	2,215,843.40
December 2021 .....	89,611,149.87	2,147,314.87
January 2022 .....	88,717,847.36	2,080,148.56
February 2022 .....	87,830,840.17	2,014,328.53
March 2022 .....	86,950,086.11	1,949,838.98
April 2022 .....	86,075,543.26	1,886,664.27
May 2022 .....	85,207,170.00	1,824,788.90
June 2022 .....	84,344,924.96	1,764,197.54
July 2022 .....	83,488,767.06	1,704,874.98
August 2022 .....	82,638,655.47	1,646,806.19
September 2022 .....	81,794,549.65	1,589,976.26
October 2022 .....	80,956,409.30	1,534,370.46

<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
November 2022	\$ 80,124,194.41	\$1,479,974.17
December 2022	79,297,865.22	1,426,772.93
January 2023	78,477,382.24	1,374,752.41
February 2023	77,662,706.23	1,323,898.43
March 2023	76,853,798.21	1,274,196.95
April 2023	76,050,619.46	1,225,634.07
May 2023	75,253,131.51	1,178,196.02
June 2023	74,461,296.15	1,131,869.16
July 2023	73,675,075.41	1,086,640.01
August 2023	72,894,431.59	1,042,495.17
September 2023	72,119,327.21	999,421.45
October 2023	71,349,725.06	957,405.72
November 2023	70,585,588.16	916,435.02
December 2023	69,826,879.78	876,496.50
January 2024	69,073,563.43	837,577.44
February 2024	68,325,602.86	799,665.26
March 2024	67,582,962.07	762,747.49
April 2024	66,845,605.27	726,811.78
May 2024	66,113,496.92	691,845.93
June 2024	65,386,601.73	657,837.82
July 2024	64,664,884.62	624,775.49
August 2024	63,948,310.74	592,647.08
September 2024	63,236,845.49	561,440.84
October 2024	62,530,454.48	531,145.16
November 2024	61,829,103.55	501,748.53
December 2024	61,132,758.76	473,239.57
January 2025	60,441,386.41	445,606.99
February 2025	59,754,953.01	418,839.64
March 2025	59,073,425.29	392,926.46
April 2025	58,396,770.20	367,856.51
May 2025	57,724,954.90	343,618.98
June 2025	57,057,946.79	320,203.13
July 2025	56,395,713.46	297,598.35
August 2025	55,738,222.73	275,794.15
September 2025	55,085,442.61	254,780.12
October 2025	54,437,341.35	234,545.97
November 2025	53,793,887.39	215,081.51
December 2025	53,155,049.38	196,376.65
January 2026	52,520,796.19	178,421.41
February 2026	51,891,096.86	161,205.93
March 2026	51,265,920.68	144,720.40
April 2026	50,645,237.11	128,955.15
May 2026	50,029,015.82	113,900.61
June 2026	49,417,226.69	99,547.27
July 2026	48,809,839.78	85,885.77
August 2026	48,206,825.36	72,906.80
September 2026	47,608,153.90	60,601.16
October 2026	47,013,796.04	48,959.77

<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
November 2026	\$ 46,423,722.65	\$ 37,973.61
December 2026	45,837,904.77	27,633.75
January 2027	45,256,313.62	17,931.40
February 2027	44,678,920.64	8,857.79
March 2027	44,105,697.43	2,303.08
April 2027	43,536,615.80	0.00
May 2027	42,971,647.72	0.00
June 2027	42,412,271.84	0.00
July 2027	41,859,542.99	0.00
August 2027	41,313,385.76	0.00
September 2027	40,773,725.56	0.00
October 2027	40,240,488.65	0.00
November 2027	39,713,602.08	0.00
December 2027	39,192,993.72	0.00
January 2028	38,678,592.24	0.00
February 2028	38,170,327.09	0.00
March 2028	37,668,128.50	0.00
April 2028	37,171,927.49	0.00
May 2028	36,681,655.81	0.00
June 2028	36,197,246.01	0.00
July 2028	35,718,631.35	0.00
August 2028	35,245,745.84	0.00
September 2028	34,778,524.23	0.00
October 2028	34,316,901.98	0.00
November 2028	33,860,815.27	0.00
December 2028	33,410,200.99	0.00
January 2029	32,964,996.73	0.00
February 2029	32,525,140.78	0.00
March 2029	32,090,572.08	0.00
April 2029	31,661,230.29	0.00
May 2029	31,237,055.71	0.00
June 2029	30,817,989.32	0.00
July 2029	30,403,972.75	0.00
August 2029	29,994,948.26	0.00
September 2029	29,590,858.79	0.00
October 2029	29,191,647.87	0.00
November 2029	28,797,259.69	0.00
December 2029	28,407,639.04	0.00
January 2030	28,022,731.34	0.00
February 2030	27,642,482.60	0.00
March 2030	27,266,839.43	0.00
April 2030	26,895,749.06	0.00
May 2030	26,529,159.27	0.00
June 2030	26,167,018.45	0.00
July 2030	25,809,275.54	0.00
August 2030	25,455,880.08	0.00
September 2030	25,106,782.13	0.00
October 2030	24,761,932.34	0.00



<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
November 2030 . . . . .	\$ 24,421,281.90	\$ 0.00
December 2030 . . . . .	24,084,782.53	0.00
January 2031 . . . . .	23,752,386.51	0.00
February 2031 . . . . .	23,424,046.63	0.00
March 2031 . . . . .	23,099,716.22	0.00
April 2031 . . . . .	22,779,349.13	0.00
May 2031 . . . . .	22,462,899.71	0.00
June 2031 . . . . .	22,150,322.84	0.00
July 2031 . . . . .	21,841,573.89	0.00
August 2031 . . . . .	21,536,608.73	0.00
September 2031 . . . . .	21,235,383.71	0.00
October 2031 . . . . .	20,937,855.70	0.00
November 2031 . . . . .	20,643,982.02	0.00
December 2031 . . . . .	20,353,720.48	0.00
January 2032 . . . . .	20,067,029.35	0.00
February 2032 . . . . .	19,783,867.39	0.00
March 2032 . . . . .	19,504,193.79	0.00
April 2032 . . . . .	19,227,968.22	0.00
May 2032 . . . . .	18,955,150.79	0.00
June 2032 . . . . .	18,685,702.06	0.00
July 2032 . . . . .	18,419,583.03	0.00
August 2032 . . . . .	18,156,755.12	0.00
September 2032 . . . . .	17,897,180.21	0.00
October 2032 . . . . .	17,640,820.59	0.00
November 2032 . . . . .	17,387,638.97	0.00
December 2032 . . . . .	17,137,598.49	0.00
January 2033 . . . . .	16,890,662.69	0.00
February 2033 . . . . .	16,646,795.52	0.00
March 2033 . . . . .	16,405,961.35	0.00
April 2033 . . . . .	16,168,124.92	0.00
May 2033 . . . . .	15,933,251.38	0.00
June 2033 . . . . .	15,701,306.29	0.00
July 2033 . . . . .	15,472,255.56	0.00
August 2033 . . . . .	15,246,065.51	0.00
September 2033 . . . . .	15,022,702.83	0.00
October 2033 . . . . .	14,802,134.57	0.00
November 2033 . . . . .	14,584,328.17	0.00
December 2033 . . . . .	14,369,251.42	0.00
January 2034 . . . . .	14,156,872.49	0.00
February 2034 . . . . .	13,947,159.88	0.00
March 2034 . . . . .	13,740,082.47	0.00
April 2034 . . . . .	13,535,609.49	0.00
May 2034 . . . . .	13,333,710.48	0.00
June 2034 . . . . .	13,134,355.36	0.00
July 2034 . . . . .	12,937,514.38	0.00
August 2034 . . . . .	12,743,158.12	0.00
September 2034 . . . . .	12,551,257.49	0.00
October 2034 . . . . .	12,361,783.72	0.00

<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
November 2034	\$ 12,174,708.38	\$ 0.00
December 2034	11,990,003.35	0.00
January 2035	11,807,640.84	0.00
February 2035	11,627,593.35	0.00
March 2035	11,449,833.70	0.00
April 2035	11,274,335.03	0.00
May 2035	11,101,070.76	0.00
June 2035	10,930,014.63	0.00
July 2035	10,761,140.67	0.00
August 2035	10,594,423.19	0.00
September 2035	10,429,836.80	0.00
October 2035	10,267,356.40	0.00
November 2035	10,106,957.17	0.00
December 2035	9,948,614.58	0.00
January 2036	9,792,304.35	0.00
February 2036	9,638,002.50	0.00
March 2036	9,485,685.32	0.00
April 2036	9,335,329.35	0.00
May 2036	9,186,911.41	0.00
June 2036	9,040,408.58	0.00
July 2036	8,895,798.20	0.00
August 2036	8,753,057.87	0.00
September 2036	8,612,165.42	0.00
October 2036	8,473,098.96	0.00
November 2036	8,335,836.84	0.00
December 2036	8,200,357.65	0.00
January 2037	8,066,640.22	0.00
February 2037	7,934,663.63	0.00
March 2037	7,804,407.20	0.00
April 2037	7,675,850.46	0.00
May 2037	7,548,973.20	0.00
June 2037	7,423,755.44	0.00
July 2037	7,300,177.39	0.00
August 2037	7,178,219.53	0.00
September 2037	7,057,862.54	0.00
October 2037	6,939,087.32	0.00
November 2037	6,821,874.99	0.00
December 2037	6,706,206.87	0.00
January 2038	6,592,064.53	0.00
February 2038	6,479,429.71	0.00
March 2038	6,368,284.39	0.00
April 2038	6,258,610.71	0.00
May 2038	6,150,391.08	0.00
June 2038	6,043,608.04	0.00
July 2038	5,938,244.38	0.00
August 2038	5,834,283.07	0.00
September 2038	5,731,707.26	0.00
October 2038	5,630,500.31	0.00

<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
November 2038 . . . . .	\$ 5,530,645.77	\$ 0.00
December 2038 . . . . .	5,432,127.37	0.00
January 2039 . . . . .	5,334,929.03	0.00
February 2039 . . . . .	5,239,034.85	0.00
March 2039 . . . . .	5,144,429.11	0.00
April 2039 . . . . .	5,051,096.28	0.00
May 2039 . . . . .	4,959,020.99	0.00
June 2039 . . . . .	4,868,188.07	0.00
July 2039 . . . . .	4,778,582.50	0.00
August 2039 . . . . .	4,690,189.45	0.00
September 2039 . . . . .	4,602,994.25	0.00
October 2039 . . . . .	4,516,982.40	0.00
November 2039 . . . . .	4,432,139.56	0.00
December 2039 . . . . .	4,348,451.57	0.00
January 2040 . . . . .	4,265,904.42	0.00
February 2040 . . . . .	4,184,484.27	0.00
March 2040 . . . . .	4,104,177.42	0.00
April 2040 . . . . .	4,024,970.34	0.00
May 2040 . . . . .	3,946,849.66	0.00
June 2040 . . . . .	3,869,802.17	0.00
July 2040 . . . . .	3,793,814.78	0.00
August 2040 . . . . .	3,718,874.59	0.00
September 2040 . . . . .	3,644,968.81	0.00
October 2040 . . . . .	3,572,084.84	0.00
November 2040 . . . . .	3,500,210.18	0.00
December 2040 . . . . .	3,429,332.50	0.00
January 2041 . . . . .	3,359,439.62	0.00
February 2041 . . . . .	3,290,519.47	0.00
March 2041 . . . . .	3,222,560.15	0.00
April 2041 . . . . .	3,155,549.88	0.00
May 2041 . . . . .	3,089,477.02	0.00
June 2041 . . . . .	3,024,330.06	0.00
July 2041 . . . . .	2,960,097.63	0.00
August 2041 . . . . .	2,896,768.49	0.00
September 2041 . . . . .	2,834,331.53	0.00
October 2041 . . . . .	2,772,775.76	0.00
November 2041 . . . . .	2,712,090.33	0.00
December 2041 . . . . .	2,652,264.50	0.00
January 2042 . . . . .	2,593,287.67	0.00
February 2042 . . . . .	2,535,149.36	0.00
March 2042 . . . . .	2,477,839.19	0.00
April 2042 . . . . .	2,421,346.94	0.00
May 2042 . . . . .	2,365,662.47	0.00
June 2042 . . . . .	2,310,775.79	0.00
July 2042 . . . . .	2,256,676.99	0.00
August 2042 . . . . .	2,203,356.30	0.00
September 2042 . . . . .	2,150,804.06	0.00
October 2042 . . . . .	2,099,010.72	0.00

<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
November 2042	\$ 2,047,966.84	\$ 0.00
December 2042	1,997,663.10	0.00
January 2043	1,948,090.26	0.00
February 2043	1,899,239.22	0.00
March 2043	1,851,100.97	0.00
April 2043	1,803,666.60	0.00
May 2043	1,756,927.32	0.00
June 2043	1,710,874.43	0.00
July 2043	1,665,499.33	0.00
August 2043	1,620,793.53	0.00
September 2043	1,576,748.64	0.00
October 2043	1,533,356.35	0.00
November 2043	1,490,608.46	0.00
December 2043	1,448,496.87	0.00
January 2044	1,407,013.56	0.00
February 2044	1,366,150.63	0.00
March 2044	1,325,900.24	0.00
April 2044	1,286,254.67	0.00
May 2044	1,247,206.26	0.00
June 2044	1,208,747.48	0.00
July 2044	1,170,870.85	0.00
August 2044	1,133,568.99	0.00
September 2044	1,096,834.62	0.00
October 2044	1,060,660.53	0.00
November 2044	1,025,039.61	0.00
December 2044	989,964.81	0.00
January 2045	955,429.18	0.00
February 2045	921,425.85	0.00
March 2045	887,948.03	0.00
April 2045	854,989.00	0.00
May 2045	822,542.14	0.00
June 2045	790,600.89	0.00
July 2045	759,158.78	0.00
August 2045	728,209.39	0.00
September 2045	697,746.42	0.00
October 2045	667,763.60	0.00
November 2045	638,254.77	0.00
December 2045	609,213.81	0.00
January 2046	580,634.69	0.00
February 2046	552,511.47	0.00
March 2046	524,838.24	0.00
April 2046	497,609.18	0.00
May 2046	470,818.56	0.00
June 2046	444,460.67	0.00
July 2046	418,529.91	0.00
August 2046	393,020.74	0.00
September 2046	367,927.66	0.00
October 2046	343,245.25	0.00

<u>Distribution Date</u>	<u>Classes BZ, C and MD (in the aggregate)</u>	<u>Class JD</u>
November 2046 .....	\$ 318,968.18	\$ 0.00
December 2046 .....	295,091.14	0.00
January 2047 .....	271,608.90	0.00
February 2047 .....	248,516.32	0.00
March 2047 .....	225,808.27	0.00
April 2047 .....	203,479.72	0.00
May 2047 .....	181,525.69	0.00
June 2047 .....	159,941.26	0.00
July 2047 .....	138,721.56	0.00
August 2047 .....	117,861.78	0.00
September 2047 .....	97,357.18	0.00
October 2047 .....	77,203.06	0.00
November 2047 .....	57,394.79	0.00
December 2047 .....	37,927.80	0.00
January 2048 .....	18,797.54	0.00
February 2048 and thereafter .....	0.00	0.00

Underlying Certificates

Trust Asset Group or Subgroup	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Balance of Class	Underlying Certificate Factor(2)	Principal or Notional Balance in Trust	Percentage of Class in Trust	Approximate Weighted Average Coupon of Mortgage Loans(3)	Approximate Weighted Average Remaining Maturity of Mortgage Loans (in months)(3)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)(3)	Ginnie Mae I or II
5	Ginnie Mae	2015-008	UH(4)(6)	January 30, 2015	385791CC4	3.0%	FIX	December 2043	PAC1	\$ 31,265,000	0.48393822	\$ 3,871,505	25.5877178954%	3.464%	300	51	II
5	Ginnie Mae	2015-054	PA(6)	April 30, 2015	385791NQ5	3.0	FIX	May 2043	PAC1	38,027,000	0.52320991	12,557,037	63.1130512531	3.440	306	49	II
6	Ginnie Mae	2018-011	PA(6)	January 30, 2018	383801WQ2	3.0	FIX	December 2047	PAC/AD	339,557,000	0.89435103	45,150,417	14.8676009114	4.436	336	24	II
6	Ginnie Mae	2018-079	AB(6)(7)	January 30, 2018	383801XED5	3.0	FIX	January 2048	SC/SEQ	113,290,918	0.93465113	63,005,690	59.5024907469	4.377	341	18	II
7A	Ginnie Mae	2010-014	BV(4)	February 26, 2010	38376WVLA1	(5)	INV/IO	February 2040	NTL(PT)	144,640,198	0.17237886	18,494,389	74.1766116775	7.000	130	217	I
7A	Ginnie Mae	2010-014	QS(4)	February 26, 2010	38376WVKR5	(5)	INV/IO	February 2040	NTL(PT)	100,000,000	0.17237886	12,928,414	75.0000000000	7.000	130	217	I
7A	Ginnie Mae	2014-002	SK	January 30, 2014	38378YK32	(5)	INV/IO	January 2044	NTL(PT)	26,903,651	0.38543988	10,369,742	100.0000000000	7.000	134	214	I
7B	Ginnie Mae	2013-104	YS	July 30, 2013	38378VME9	(5)	INV/IO	July 2043	NTL(PT)	34,846,322	0.37095211	12,434,063	96.1918506062	7.000	149	198	I

(1) As defined under “Class Types” in Appendix I to the Base Offering Circular.

(2) Underlying Certificate Factors are as of March 2019.

(3) Based on information as of March 2019.

(4) MX Class.

(5) The Interest Rate will be calculated as described under “Terms Sheet — Interest Rates” in the related Underlying Certificate Disclosure Document.

(6) More than 10% of the Mortgage Loans underlying this Underlying Certificate may be higher balance Mortgage Loans. See “Risk Factors” in this Supplement.

(7) Ginnie Mae 2018-079 Class AB is backed by a previously issued MX Certificate, Class AB from Ginnie Mae 2018-013.



**\$1,086,297,578**

**Government National  
Mortgage Association**

**GINNIE MAE®**

**Guaranteed REMIC  
Pass-Through Securities  
and MX Securities  
Ginnie Mae REMIC Trust 2019-035**

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***OFFERING CIRCULAR SUPPLEMENT***  
***March 22, 2019***

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**J.P. Morgan**  
**Mischler Financial Group, Inc.**